

BEYOND SYSTEMS, INC., )  
)  
)  
Plaintiff, )  
)  
vs. ) CASE NO. PJM08cv0921  
)  
WORLD AVENUE USA, LLC successor )  
By merger to NIUTECH, LLC, d/b/a )  
"THE USEFUL", et al. )  
)  
)  
Defendant. )  
)

Fort Lauderdale, Florida  
August 26, 2009  
11:00 o'clock a.m.

23

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2 APPEARANCES:

3

FOR PLAINTIFF:

LAW OFFICE OF STEPHEN H. RING, P.C.

4

BY MICHAEL S. ROTHMAN, ESQUIRE

401 East Jefferson Street, Suite 201

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Rockville, Maryland 20850

301-251-9660

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FOR DEFENDANT:

GREENBERG TRAURIG,

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BY SANFORD SAUNDERS, ESQUIRE,

401 East Las Olas Boulevard, Suite 201

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Fort Lauderdale, Florida 33301

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## I N D E X

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WITNESS  
FIDEL DHANADIRECT  
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## E-X-H-I-B-I-T-S

## PLAINTIFFS

## PAGE

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22 I pronounce that correctly?

23           A       (Witness nodding his head.)

24           Q       My name is Mike Rothman. I'm the attorney for  
25 the Plaintiff, Beyond Systems Inc. I'm going to be



1 taking your deposition this morning regarding the topics  
2 that were noticed in our Notice of Deposition to you.

3 Let me just layout some ground rules first.

4 When we have this deposition, I'm going to be asking the  
5 questions. You're going to be providing the answers.

6 Christine de Moraes is going to be recording your  
7 answers and my questions. So you have to speak slowly.  
8 She's going to be taking down everything you say.

9 So if you don't understand a question of mine  
10 or need a clarification, please feel free to stop me.  
11 If there is something you don't understand, go ahead,  
12 ask me to rephrase my question. If you answer a  
13 question, I'm going to assume you understood it.

14 Is that okay with you so far? Do you  
15 understand the ground rules?

16 A Repeat them again for me please.

17 Q Okay. I'm going to be taking the deposition.  
18 You're going to be answering the questions. You're the  
19 deponent and representative today of World Avenue  
20 Holdings LLC. You've been asked to appear and provide  
21 answers to the topics listed in the Notice of  
22 Deposition.

23                   Do you understand?

24                   MR. SAUNDERS: Is that a question or a

25                   statement?

1           MR. ROTHMAN: Do you understand? That's a  
2 question. Prior to that it was a statement.

3           MR. SAUNDERS: Do the best you can.

4           BY MR. ROTHMAN:

5       Q     What part of what I just said do you not  
6 understand or is causing you difficulty?

7       A     Sounds like there are multiple questions or  
8 statements.

9       Q     Would you like me to say them one at a time?

10      A     Yes.

11      Q     My name is Mike Rothman. I am here today to  
12 take your deposition as the corporate representative of  
13 World Avenue Holdings, LLC.

14           Do you understand that?

15      A     Yes.

16      Q     Do you understand that you will be providing me  
17 answers here today to the best of your knowledge,  
18 information and belief as the corporate representative  
19 of World Avenue Holdings, LLC?

20      A     Yes.

21      Q     If you answer the question, I'm going to assume  
22 you understood it unless you ask me a question about

23 what I have asked you.

24 Do you understand that?

25 MR. SAUNDERS: I'm going to object. Counsel,

1           you can assume whatever you want.

2           BY MR. ROTHMAN:

3       Q     Do you understand?

4           MR. SAUNDERS:  Go ahead and answer.

5           THE WITNESS:  Can you repeat that statement one  
6     more time for me.

7           BY MR. ROTHMAN:

8       Q     Which part?

9       A     The entire thing.

10      Q     When you answer a question, I'm going to assume  
11     you understood it unless you ask me to rephrase it in  
12     some fashion.

13           MR. SAUNDERS:  Same objection, go ahead and  
14     answer.

15           THE WITNESS:  I don't know how to answer that  
16     question because I can't tell what you're assuming.

17           BY MR. ROTHMAN:

18      Q     Well, that's not what I'm asking.  I am asking  
19     you -- actually, I'm telling you that I'm going to be  
20     asking you questions.  And if you don't understand it,  
21     ask me to please rephrase it.  Do you understand?

22           Maybe I should back up.  Do you have an answer

23 first of all?

24 A I think I understand.

25 Q Is English your primary language? Do you speak

1 English?

2 A I speak English.

3 Q Were you educated in English?

4 A I was educated in English.

5 Q How far did you go in school?

6 A I'm not sure I understand the question.

7 Q Did you receive an education anywhere?

8 A I did receive an education.

9 Q Where did you receive that education? Off the  
10 record please.

11 (Thereupon, after a discussion off the record  
12 outside the presence of the witness, the following  
13 proceedings were had:)

14 BY MR. ROTHMAN:

15 Q Back on the record. Mr. Dhana, can you please  
16 state your full name for the record please.

17 A My name is Fidel Dunbar Dhana.

18 Q Where are you currently employed?

19 A I'm employed by World Avenue Holdings, LLC.

20 Q How long have you been employed there?

21 A Since 2006.

22 Q Can you give me an exact date?

23           A       I believe it's May 30, 2006.

24           Q       Did World Avenue Holdings hire you at the time  
25 on May 30, 2006?



1           A     I was hired to fill a role at World Avenue  
2 Holdings.

3           Q     What role was that?

4           A     Vice president of finance and corporate  
5 controller.

6           Q     Is that the position you hold today?

7           A     Yes, it is.

8           Q     Mr. Dhana, I'm going to show you what is going  
9 to be marked as Plaintiff's Exhibit 1.

10                   (Thereupon, the document referred to was marked  
11 as Plaintiff's Exhibit No. 1 for identification.)

12           MR. SAUNDERS: Counsel, I'm going to ask you  
13 unless Mr. Wagner is typing something that's  
14 designed to aide you in taking the deposition this  
15 morning, I'm going to ask him to stop on the  
16 computer because I'm finding it distracting and I  
17 think it will be distracting for the witness.

18           MR. ROTHMAN: He's simply taking notes.

19           MR. SAUNDERS: If he's taking notes in relation  
20 to the deposition, that's fine.

21           MR. ROTHMAN: He's simply taking notes in  
22 relation to the deposition.

23 BY MR. ROTHMAN:

24 Q Mr. Dhana, I placed before you Plaintiff's

25 Exhibit 1. Do you recognize that document?

1           A       Yes, I do.

2           Q       When was the first time you saw that document?

3           A       I believe the first time I saw this document  
4 was yesterday.

5           Q       Have you had a chance to look over Exhibit  
6 Number 1?

7           A       I've looked over it briefly.

8           Q       I'm going to ask you if you are here to answer  
9 particular matters that are subject matters that are  
10 contained within this document, this Notice.

11                   Do you understand?

12          A       Yes.

13          Q       Let's turn to page three. Do you see  
14 three-quarters of the way down the page, there's  
15 something called subject matter as a section? Is that a  
16 yes? I see you nodding.

17          A       I see subject matters.

18          Q       Remember the court reporter is going to be  
19 recording your answers, so anything you want to be in  
20 the record is going to have to be audible, so the court  
21 reporter can record it.

22                   Do you understand?

23           A       I understand.

24           Q       As for the subject matters that are listed, are  
25   you here to answer subject matter number one?  It's on

1 the same page that you are looking at.

2 A Yes. I will answer to subject matter number  
3 one.

4 Q Similarly number two, are you in a position to  
5 answer that question on behalf of World Avenue Holdings?

6 A I will be able to answer subject matter number  
7 two on behalf of World Avenue Holdings.

8 Q Likewise, number three?

9 A I'll be able to answer subject matter number  
10 three on behalf of World Avenue Holdings.

11 Q Number four?

12 A I will be able to answer subject matter number  
13 four on behalf of World Avenue Holdings.

14 Q Is there any of these numbers that you are  
15 going to be unable to answer, any of these subject  
16 areas, just to speed things along. I'm just asking you  
17 about the subject areas right now.

18 MR. SAUNDERS: Through number thirteen?

19 BY MR. ROTHMAN:

20 Q Through number thirteen; that's correct.

21 A I will be able to answer on the subject matters  
22 through number thirteen on behalf of World Avenue

23 Holdings.

24 Q Thank you. Now, did you help prepare

25 responses, document responses and gather documents on

1   behalf of World Avenue Holdings?

2               MR. SAUNDERS: I'm going to object to the  
3   question, beyond the scope of the deposition.

4               MR. ROTHMAN:

5       Q     I'll rephrase. Did you provide any documents  
6   to us in the areas indicated in the Notice under the  
7   section entitled documents to be produced?

8               MR. SAUNDERS: I'm going to object as it's  
9   beyond the scope of the 30B6 Notice.

10              BY MR. ROTHMAN:

11       Q     You can answer.

12              MR. SAUNDERS: Go ahead and answer.

13              THE WITNESS: I'm sorry. Can you repeat your  
14   question.

15              MR. ROTHMAN:

16       Q     Did you help gather documents from World Avenue  
17   Holdings to be produced today pursuant to the Notice?

18       A     To the extent that documents were available, we  
19   did produce those documents.

20       Q     What does that mean to the extent the documents  
21   were available?

22       A     Most of the items covered under your subject

23 matter, there are no documents available for them.

24 Q Under the subject matters or under the

25 documents to be produced? There are two sections in the



1 Notice.

2 A I don't believe there were any documents  
3 produced relating to the Request for Documents to be  
4 Produced.

5 Q There were no documents produced under any  
6 categories, subject number one through fifteen?

7 MR. SAUNDERS: Counsel, Mr. Dhana, World Avenue  
8 Holdings produced documents in response to the  
9 document requests to the extent the same documents  
10 responsive to the document requests are ones that  
11 are produced in response to this.

12 We made our objections. Those are the  
13 documents. Mr. Dhana was one of the people that  
14 helped us gather the documents that were produced in  
15 connection with the document requests. And that's  
16 what you have.

17 MR. ROTHMAN: So he was one of the people that  
18 helped gather these documents?

19 MR. SAUNDERS: Yeah.

20 MR. ROTHMAN: Okay.

21 BY MR. ROTHMAN:

22 Q With regard to where you looked for these

23 documents, can you describe to me where you searched?

24       A       We searched my files and my computer.

25       Q       When you say your files, that means what?

1       A     My physical files.

2       Q     Does that mean hard copy files?

3       A     That is correct?

4       Q     Where do those files reside?  Where are they  
5 located?

6       A     Those files are located in my office.

7       Q     What do those files contain?

8           MR. SAUNDERS:  Object to the scope of the  
9 question.  It's overbroad, but go ahead and answer  
10 to the best you can.

11          THE WITNESS:  Business files covering a wide  
12 range of topics and subjects.

13          BY MR. ROTHMAN:

14       Q     Are they financial records?

15       A     Some of them maybe financial records.

16       Q     Some of them maybe financial records.  What are  
17 the remainder of the files?

18       A     Other types of business documents.

19       Q     Such as?

20       A     Communications with clients, business  
21 agreements, financial statements, and other items of  
22 that nature.

23           Q     So those are the physical files you searched,

24 correct?

25           A     Correct.

1           Q     Now, did you do an electronic search for  
2 documents?

3           A     Correct.

4           Q     Is the answer yes?

5           A     Yes.

6           Q     Where did you search for the physical files --  
7 I'm sorry, for the electronic files?

8           A     I searched on my computer.

9           Q     When you say on your computer, does that mean  
10 just your hard drive or the company's hard drive?

11          A     I don't know what you mean by the term, the  
12 company's hard drive.

13          Q     Did you search the company's files or did you  
14 search just your files?

15          A     I searched the files which I have access.

16          Q     Which would be what?

17          A     The files on my computer and the finance and  
18 accounting shared files.

19          Q     Are there any servers or network servers that  
20 you use at World Avenue Holdings?

21          A     Yes, there are.

22          Q     Where are they located?

23           A     Do you mean physically where are the servers  
24 located?

25           Q     Yes.  Where are the servers physically located?

1       A     I'm not absolutely sure.

2       Q     Why don't you tell me what you know.

3           MR. SAUNDERS:  Objection to the extent that it  
4     calls for speculation.

5           BY MR. ROTHMAN:

6       Q     You can answer the question.

7           MR. SAUNDERS:  Go ahead and answer.

8           THE WITNESS:  I believe the servers maybe  
9     located in our corporate offices.

10          BY MR. ROTHMAN:

11       Q     Which is where?

12       A     Corporate offices are in Sunrise, Florida.

13       Q     Is that the business address 136 -- well, why  
14     don't you tell me.

15       A     Can you repeat your question.

16       Q     You said the servers maybe located at the  
17     corporate office, correct?

18       A     Correct.

19       Q     Where are the corporate offices?

20       A     In Sunrise, Florida.

21       Q     Can you give me an address?

22       A     Yes.  1613 Northwest 136 Avenue, suite 100,

23 Sunrise, Florida 33323.

24 Q Now, World Avenue Holdings is located at that  
25 address?



1       A       That is correct.

2       Q       What else is located at that address, what  
3 other corporate entities?

4       A       Are you asking me to give you a list of all the  
5 entities that are at that address?

6       Q       Yes, to the extent that you know it?

7               MR. SAUNDERS: I'm going to object to the form  
8 of the question. This is beyond the scope --

9               BY MR. ROTHMAN:

10      Q       You can answer.

11              MR. SAUNDERS: No. No. Hang on a second.

12              MR. ROTHMAN: Oh, pardon me.

13              MR. SAUNDERS: That it's beyond the scope of  
14 the Notice for Deposition for this witness. And  
15 I'll ask Counsel to proffer which subject matter  
16 this question falls under.

17              MR. ROTHMAN: Subject matters that this falls  
18 under are going to be the deponents context number  
19 one as well as the nature of the relationship.  
20 Well, why don't I go ahead and ask the witness to  
21 step out of the room please while you and I discuss  
22 this matter. Thank you.



1 jurisdictional discovery. If they're all located at  
2 the same address, Sandy --

3 MR. SAUNDERS: Where is it in your Notice?

4 MR. ROTHMAN: It is encompassed in most of  
5 these.

6 MR. SAUNDERS: Show me one.

7 MR. ROTHMAN: Deponents contacts. I'm entitled  
8 to know who works there. I'm entitled to know what  
9 they do while they're there.

10 MR. SAUNDERS: Deponents -- let's read number  
11 one. Deponents contacts either directly or through  
12 agents with persons in Maryland. You're asking him  
13 about persons in Florida.

14 MR. ROTHMAN: Who have contacts with people in  
15 Maryland.

16 MR. SAUNDERS: That's not covered by this.

17 MR. ROTHMAN: Who have contact with people in  
18 Maryland, it sure is.

19 MR. SAUNDERS: Deponents contacts, Holdings  
20 contacts either directly or through agents. You  
21 haven't established anything about an agent.

22 MR. ROTHMAN: I'm trying to figure out still

23       who works there.

24               MR. SAUNDERS:  Where is it covered in here?

25       Where is it?

1           MR. ROTHMAN: Sandy, that is an awfully narrow,  
2 narrow definition you're drawing.

3           MR. SAUNDERS: No. It's the plain meanings of  
4 the word. Just like the definition of you doesn't  
5 include the affiliates.

6           MR. ROTHMAN: The plain meaning of the words --  
7 as you heard Magistrate Day say, I can ask him who's  
8 there and the logical repercussions of that. Why  
9 are you not allowing me to --

10          MR. SAUNDERS: Because I'm making a point.  
11 This is not covered. I haven't instructed him to  
12 answer or not to answer yet, but it's not here. I  
13 may give you some leeway, but this is the problem  
14 you've got with how these topics are drafted. They  
15 don't cover these questions.

16          MR. ROTHMAN: I disagree. I disagree.

17          MR. SAUNDERS: I have to make a record because  
18 I'm not waiving. So I have to, you know, as your  
19 questions don't follow the topics, I've got to make  
20 my objections because there's going to come a point  
21 where I am going to tell him not to answer because  
22 I'm only going to be so flexible.

23               MR. ROTHMAN: Your objection is noted and we

24               can argue it --

25               MR. SAUNDERS: Well, the question is whether we

1       contact the Magistrate now or whether we let this go  
2       on a little more, so that we have a more fulsome  
3       record which is probably more reasonable, more  
4       reasonable from his prospective, gives him a better  
5       context. Also given the time I'm confident that  
6       he's on the beach, so we would just be wasting time.

7               So I mean, I'm going to -- you know, I'm going  
8       to let him answer as to what other companies are  
9       there. And I assume you're talking about -- you're  
10      not asking him for every company that's in the  
11      building.

12             MR. ROTHMAN: No. No.

13             MR. SAUNDERS: Which is what your question was.

14             MR. ROTHMAN: I was referring to suite 100  
15      which is where he said the corporate offices are  
16      located.

17             MR. SAUNDERS: That wasn't your question, but  
18      we can work through that one. But we're going to  
19      have a problem because these questions are not  
20      covered by your topics. And what you heard Day, Day  
21      said you're limited to those topics. And he's going  
22      to enforce them. The only question is when we go

23       back to him.

24               MR. ROTHMAN: Well, my question to you is,

25       under the discovery guidelines, the way to resolve



1       this is to place your objection on the record, to go  
2       forward to the extent possible, and then argue later  
3       over whether it's admissible or not.

4               MR. SAUNDERS: This is a limited purpose  
5       discovery, so you don't get to just ask -- you know,  
6       you can't throw the topics out the window and say  
7       I'm going to ask anything I want.

8               MR. ROTHMAN: I'm not intending to.

9               MR. SAUNDERS: You know, you've raised the  
10      issue of, let's just go to the Magistrate and let  
11      him answer. So that may be the way to do this.  
12      Now, I'll probably let him answer this one, but  
13      we're not going to spend all day with you asking  
14      questions that aren't on your subject matters.

15              There's going to come a point where I'm going  
16      to tell him not to answer. And we can go back to  
17      Maryland or we can get him on the phone or we can go  
18      back to Maryland and you can file.

19              MR. ROTHMAN: I would prefer to go ahead and  
20      have him answer to the extent possible and then  
21      argue later over the narrow definitions you've  
22      drawn.

23               MR. SAUNDERS: I understand that you want to do  
24               that because your topics aren't covered. So you  
25               want to have your cake and eat it, too. That's

1 great.

2 MR. ROTHMAN: I disagree.

3 MR. SAUNDERS: The Magistrate has already said  
4 it earlier. We don't have to answer questions that  
5 are outside the scope of these topics.

6 MR. ROTHMAN: I'm not trying to ask questions  
7 beyond the scope of the topics, Sandy. I'm trying  
8 to get a simple answer to a simple question.

9 MR. SAUNDERS: Well, it is a simple question.  
10 The problem is, it's not listed here. This first  
11 one goes to deponent's contacts either directly or  
12 through agents. You haven't established anything  
13 about an agent. With persons in Maryland. You're  
14 asking him about people in Florida.

15 MR. ROTHMAN: If I withdraw that question and  
16 get to it later, what's going to be the difference  
17 when he answers additional questions which would  
18 lead me down that road.

19 MR. SAUNDERS: We'll see whether you ask  
20 questions to get him down that road. I don't think  
21 you can. I think we're going to have a huge problem  
22 because what you're trying to ask now is not what's

23       here.  So yeah, we're going to have a huge problem.

24               MR. ROTHMAN:  It's jurisdictional discovery

25       deposition here.  If I am not able to inquire simply

1       about who works there and what they do --

2               MR. SAUNDERS:  Where is it in your 30B6 topics,  
3       who works at World Avenue Holdings and what do they  
4       do?  Where is it in the topics?

5               MR. ROTHMAN:  Hold on a second.  She has to  
6       take this down.

7               MR. SAUNDERS:  I asked you for a proffer.

8               MR. ROTHMAN:  My proffer is that I need to know  
9       under these topics who works there in order to  
10       determine what their contacts are.  If I cannot  
11       determine who works there and I think it logically  
12       flows from these subject matters, then you've  
13       obviated the whole purpose of this deposition which  
14       is jurisdictional discovery.

15              MR. SAUNDERS:  I haven't obviated a thing.  I  
16       didn't draft these.

17              MR. ROTHMAN:  What do you think the term  
18       deponent means in this particular case?

19              MR. SAUNDERS:  For this deposition it means  
20       World Avenue Holdings.

21              MR. ROTHMAN:  And World Avenue Holdings is a  
22       limited liability corporation, correct?

23                   MR. SAUNDERS:   Yes.

24                   MR. ROTHMAN:   Now, that's a fictional entity  
25           contained with people in it, correct?

1           MR. SAUNDERS: Yes.

2           MR. ROTHMAN: So the entity acts through  
3 people, correct?

4           MR. SAUNDERS: Yes.

5           MR. ROTHMAN: So why can I not inquire as to  
6 the people who are the subject of the deponent?

7           MR. SAUNDERS: But you've asked about others.  
8 You didn't ask about people. You asked about other  
9 -- can you go back and find the question he asked  
10 which I believe was other companies.

11          MR. ROTHMAN: Well, why don't we call him in.  
12 And I'll go back and start more slowly. I'm happy  
13 to do that for you.

14          MR. SAUNDERS: Because the problem you have, he  
15 answered questions about Holdings working there.

16          MR. ROTHMAN: Yes.

17          MR. SAUNDERS: Are you asking him the other  
18 individuals who work at Holdings.

19          MR. ROTHMAN: I'm going to, yes.

20          MR. SAUNDERS: Which by the way isn't even  
21 covered by this.

22          MR. ROTHMAN: I completely disagree with that.

23       And if that is going to be your position --

24               MR. SAUNDERS:  You know what?  I'm going to let  
25       him answer that because we'll get no where.  He can



1       answer who works at Holdings. But when you go  
2       farther when you go farther, you heard the  
3       Magistrate.

4               MR. ROTHMAN: Such as what?

5               MR. SAUNDERS: I don't know. You got to figure  
6       out the questions to ask.

7               MR. ROTHMAN: Tell me what's farther.

8               MR. SAUNDERS: I'm not writing your questions  
9       for you, Steve.

10              MR. ROTHMAN: Mike.

11              MR. SAUNDERS: Mike, I'm sorry. I'm not  
12       writing your questions for you.

13              MR. ROTHMAN: I don't need you to.

14              MR. SAUNDERS: You have to live with them. You  
15       don't need me to do it. You picked these questions.  
16       I have no doubt that you thought thoroughly and you  
17       picked these questions.

18              And all I can say is I can make my objections  
19       as beyond the scope. The same way I objected to the  
20       fact that in your definition of you, World Avenue  
21       USA is not included or any other subsidiary of World  
22       Avenue Holdings. They're not included in the word

23       you.

24               And your reference to persons didn't get you

25       anywhere.   That doesn't work.   That doesn't link you

1       in either. So we're talking persons in Maryland, in  
2       Maryland.

3               MR. ROTHMAN: No, it isn't.

4               MR. SAUNDERS: Yes. That's what you wrote.

5               MR. ROTHMAN: No, it isn't.

6               MR. SAUNDERS: Deponents contacts either  
7       directly or through agents with persons in Maryland.

8               MR. ROTHMAN: This definition of persons  
9       includes as we read the definition, a host of  
10      different people. Plus, the other thing that I want  
11      to ask you about is if he's supposedly participated  
12      in the answers to the interrogatories regarding  
13      jurisdictional discovery.

14              MR. SAUNDERS: Yes.

15              MR. ROTHMAN: Yes, he did?

16              MR. SAUNDERS: Uh-huh.

17              MR. ROTHMAN: So he's going to be answering  
18      questions about his responses, correct?

19              MR. SAUNDERS: To the extent those questions  
20      are covered by your topics, but the question of who  
21      prepared Holdings -- questions about the preparation  
22      of Holdings interrogatory questions, not a topic.

23 MR. ROTHMAN: Sandy, I --

24 MR. SAUNDERS: You didn't ask.

25 MR. ROTHMAN: I really disagree with your

1       interpretations. And why don't we just go ahead and  
2       you object to whatever you want to object to. And  
3       then we'll make the record. And that's how we'll do  
4       it because this is just a waste of time.

5               MR. SAUNDERS: Let's go get the Magistrate back  
6       on the phone. You've identified two pockets. You  
7       want to question him about Holdings discovery  
8       responses and the preparation. And they're not on  
9       the topics.

10              MR. ROTHMAN: Are you honestly saying I cannot  
11       ask him about his responses to our interrogatory  
12       request? Is that your position.

13              MR. SAUNDERS: Well, if I hold you to your  
14       subject matters, the answer to that would be yes.

15              MR. ROTHMAN: That's your position. That is an  
16       untenable position.

17              MR. SAUNDERS: Well, I gave you some leeway  
18       because I allowed him to answer some.

19              MR. ROTHMAN: What was the leeway you gave me?

20              MR. SAUNDERS: You asked him about the records  
21       he searched.

22              MR. ROTHMAN: Are you telling me that I am not

23       allowed to inquire about the records he searched.  
24       That's specifically available in the rules.  You  
25       know that.

1           MR. SAUNDERS: It's not in the topics. Yes,  
2           it's available in the rules. These are all  
3           permissible questions if they're set forth in the  
4           topics.

5           A 30B6 deposition has the requirement that you  
6           set forth the topics on which you want to question  
7           the corporate designee. He is designated. You took  
8           him through. He is designated to respond to one  
9           through thirteen. That's it.

10          MR. ROTHMAN: So under your definitions here,  
11          he would not permissibly be able to give his name  
12          because it wasn't listed as one of the subject  
13          matters, right?

14          MR. SAUNDERS: To identify him. I'm not being  
15          unreasonable.

16          MR. ROTHMAN: I think you are.

17          MR. SAUNDERS: I'm going to bring the witness  
18          back in.

19          MR. ROTHMAN: Please.

20          MR. SAUNDERS: And you can ask him your  
21          questions. And then at lunch time we're call the  
22          Magistrate back.

23                   MR. ROTHMAN:   Okay, that's fine.

24                   MR. SAUNDERS:   Because he was very clear on the  
25           phone.   And the court reporter has it down.



1 MR. ROTHMAN: I heard. You heard.

2 MR. SAUNDERS: That's right.

3 MR. ROTHMAN: I get it.

4 MR. SAUNDERS: You are limited to the topics --

5 MR. ROTHMAN: I understand.

6 MR. SAUNDERS: -- in the Notice. And I don't  
7 see Holdings responses to discovery in these topics.

8 (Thereupon, the following proceedings were had  
9 with the witness being present:)

10 BY MR. ROTHMAN:

11 Q We're still on the record. Mr. Dhana, who  
12 works at World Avenue Holdings?

13 MR. SAUNDERS: I'm going to object to the  
14 question as being beyond the scope of the subject  
15 matters. In an effort to move this along, I'm going  
16 to let the witness answer the question, but unless  
17 Counsel wants to proffer one for me, I do not see  
18 any question in the subject matters regarding who  
19 works at World Avenue Holdings as a designated  
20 subject.

21 So if Counsel will agree that it's without  
22 waiver of my objection, the witness can go ahead and

23           answer the question.

24                   MR. ROTHMAN: I agree without waiver, it's his  
25           objection.

1           MR. SAUNDERS: Go ahead and answer.

2           THE WITNESS: World Avenue Holdings has six  
3 employees. The names of those employees are Dale  
4 Baker, Michael Brant, Rob Hunter, Ann Antillon --

5           BY MR. ROTHMAN:

6       Q     How do you spell that last name?

7       A     I believe it's A-N-T-I-L-L-O-N, Linda Parlon.

8       Q     P-A-R-L-O-N?

9       A     And myself.

10      Q     Your position is the vice president of finance,  
11 correct?

12           MR. SAUNDERS: Objection. I don't think that  
13 accurately states his position.

14           BY MR. ROTHMAN:

15      Q     And corporate comptroller, I'm sorry?

16      A     I don't think you said my title correctly.

17      Q     Okay. Go ahead and state it for the record.

18      A     Vice president of finance and corporate  
19 controller.

20      Q     Mr. Baker, what position does he hold?

21      A     Mr. Baker is the president.

22      Q     Of World Avenue Holdings, correct?

23       A       That is correct.

24       Q       Mr. Brant?

25       A       Mr. Brant is senior vice president of finance

1 and chief financial officer of World Avenue Holdings.

2 Q Mr. Hunter?

3 A Mr. Hunter is senior director of business

4 development for World Avenue Holdings.

5 Q Ms. Antillon?

6 A Ms. Antillon is the executive assistant to Dale

7 Baker and Michael Brant.

8 Q And Ms. Parlon?

9 A I'm not sure what Ms. Parlon's title is, but  
10 she's in charge of corporate communications.

11 Q Now, what does World Avenue Holdings do?

12 A World Avenue Holdings is a holding company.

13 Q What does that mean?

14 A World Avenue Holdings holds the equity of its  
15 direct subsidiaries.

16 Q Who are their direct subsidiaries?

17 MR. SAUNDERS: Again --

18 MR. ROTHMAN: An objection --

19 MR. SAUNDERS: The objection is beyond the  
20 scope. And there's actually some very limited case  
21 law here as to whether this is a permissible  
22 question in jurisdictional discovery without a

23 foundation for what the subsidiaries do --

24 MR. ROTHMAN: I didn't ask that question.

25 MR. SAUNDERS: -- which would be -- well, I'm

1       saying that's the problem. There's no foundation.  
2       It's not necessarily relevant. And the case law  
3       goes, the question of subsidiaries can be more of a  
4       fishing expedition for other defendants than as to  
5       establish jurisdictional discovery.

6               That's the problem with the lack of the  
7       foundation, so I'm trying to think of whether we  
8       limit this to any subsidiary that does business in  
9       Maryland and give you that answer and leave the  
10      other subsidiaries out of it.

11             Again, there's the objection that it's beyond  
12      the scope of the topics, but I'm going to go ahead  
13      and answer the question. You can identify the other  
14      subsidiaries.

15             THE WITNESS: So can you repeat your question.

16             MR. ROTHMAN: Can you read back the last  
17      question.

18             (Thereupon, the last question was read back by  
19      the court reporter.)

20             THE WITNESS: The subsidiaries of World Avenue  
21      Holdings are the Useful LLC, World Avenue USA, LLC,  
22      World Avenue Ireland Limited, IAD Express. I can't

23       remember any of the other subsidiaries at this time.

24               BY MR. ROTHMAN:

25       Q       Now, what equitable interest does World Avenue



1 Holdings hold for the Useful LLC?

2 A World Avenue Holdings is the sole member of the  
3 Useful LLC.

4 Q World Avenue USA, LLC, what equitable interest  
5 does it hold -- I mean, World Avenue Holdings?

6 A What equitable interest does World Avenue USA  
7 hold?

8 Q No, what equitable interest does World Avenue  
9 Holdings hold of World Avenue USA?

10 A World Avenue Holdings is the sole member of  
11 World Avenue USA.

12 Q As the sole member of the Useful, what does  
13 World Avenue Holdings do?

14 MR. SAUNDERS: Object to the form of the  
15 question. It's vague.

16 BY MR. ROTHMAN:

17 Q What function does it perform?

18 MR. SAUNDERS: Go ahead and answer.

19 THE WITNESS: World Avenue Holdings serves as  
20 the a holding company for all of the subsidiaries  
21 and also provides management oversight.

22 BY MR. ROTHMAN:

23        Q        For which companies?

24        A        For all of the subsidiaries.

25        Q        What does management oversight consist of?

1           MR. SAUNDERS: I'm going to object as being  
2           beyond the subject matter of the deposition, the  
3           topics, but the witness can go ahead and answer.

4           THE WITNESS: Management oversight as provided  
5           by World Avenue Holdings involves providing  
6           strategic direction on high level management.

7           BY MR. ROTHMAN:

8           Q     What does strategic direction mean?

9           A     Strategic direction means high level  
10          coordination as to what the entities are trying to  
11          achieve in the marketplace.

12          Q     Can you give me an example?

13          A     I can not think of an example right now.

14          Q     What sort of high level coordination are you  
15          talking about?

16          A     At a very high level how each of the entities  
17          perform, what duties do they perform, and how they  
18          interact with each other.

19          Q     For instance -- well, strike that. Does World  
20          Avenue Holdings get paid for this?

21                MR. SAUNDERS: Object to the form as vague. Go  
22          ahead and answer if you can.

23 BY MR. ROTHMAN:

24 Q Does it get paid for its management oversight?

25 MR. SAUNDERS: Same objection. Go ahead and

1 answer.

2 THE WITNESS: Yes. World Avenue Holdings does  
3 get paid for providing management oversight.

4 BY MR. ROTHMAN:

5 Q I'm sorry, the last part of your sentence?

6 A World Avenue Holdings does get paid for  
7 providing management oversight.

8 Q Do you participate in the management oversight  
9 of the subsidiaries?

10 A Yes, I do.

11 Q For instance, let's take the Useful LLC. That  
12 is one of World Avenue Holdings subsidiaries, correct?

13 A The Useful is a subsidiary of World Avenue  
14 Holdings.

15 Q Now, what services, what management oversight  
16 services does World Avenue Holdings perform for the  
17 Useful, LLC?

18 MR. SAUNDERS: I'm going to object. And again,  
19 it goes beyond the scope of the subject matter and  
20 ask Counsel to proffer what subject matter listed in  
21 the Notice of Deposition covers this question.

22 MR. ROTHMAN: Mr. Dhana, you can step out for a

23       minute.

24               THE WITNESS:   Sure.

25               (Thereupon, the following proceedings were had

1 outside the presence of the witness:)

2 MR. ROTHMAN: It seems self evident to me, but  
3 he's just testified that the Useful is a subsidiary.  
4 And that as a subsidiary World Avenue Holdings  
5 performs management oversight.

6 I'm inquiring about the contacts between those  
7 two companies and whether they have any contacts  
8 with Maryland and what they --

9 MR. SAUNDERS: I haven't heard a question about  
10 Maryland yet in any of these questions. See, the  
11 question -- you're not answering the question. I'm  
12 asking you for a proffer as to what topic in the  
13 subject matters this is responsive to.

14 MR. ROTHMAN: It can be responsive to one. It  
15 will eventually will be responsive to two. It will  
16 possibly be responsive to three, possibly to four,  
17 five, six, seven, eight potentially, nine, ten,  
18 eleven, twelve, and thirteen. I think everything.

19 MR. SAUNDERS: At some point are you going to  
20 try to tie it to something in these topics?

21 MR. ROTHMAN: The deposition just started. He  
22 just started answering questions. Plus, he's taking

23 an hour to answer each question.

24 MR. SAUNDERS: He's not taking an hour to

25 answer each question. You know, some of the



1 problems have been with your question. So that's  
2 not a fair shot at the witness because, you know, we  
3 can go back and forth.

4 MR. ROTHMAN: I asked him if he spoke English.  
5 And he seemed to go ahead and take a couple of  
6 minutes to answer that question.

7 MR. SAUNDERS: And you should have stopped.  
8 That was a snide abusive derogatory question.

9 MR. ROTHMAN: It was not. It was not.

10 MR. SAUNDERS: And totally unprofessional.

11 MR. ROTHMAN: He appeared to have trouble  
12 understanding my question.

13 MR. SAUNDERS: Because you started out by the  
14 third question talking to him and making a statement  
15 with the throw away at the end, do you understand  
16 including the word -- compound question declaration  
17 asking him about what you would assume which isn't  
18 a question for the witness.

19 So of course, that caused the witness a  
20 problem. It caused me a problem. I've heard it  
21 before. So I knew the problems with it. He had to  
22 digest it for the first time. So don't pick on him.

23           Don't mock him as to --

24                   MR. ROTHMAN:   I'm not.

25                   MR. SAUNDERS:  -- whether he understands the

1 English language.

2 MR. ROTHMAN: I was truly concerned.

3 MR. SAUNDERS: You were mocking the witness  
4 which is totally unnecessary. But I'll let it go  
5 because we're trying to move the thing along.

6 MR. ROTHMAN: We can ask anybody else in the  
7 room, the court reporter whether she had the same  
8 question. And I would guarantee you she had the  
9 same question.

10 MR. SAUNDERS: It doesn't matter. So let's get  
11 the witness back, let him answer the questions, try  
12 to tie it into the topics --

13 MR. ROTHMAN: Absolutely.

14 MR. SAUNDERS: -- because we're going to come  
15 to a point where I am going to tell him to stop  
16 answering. And we're going to go to the Magistrate.

17 (Thereupon, the following proceedings were had  
18 in the presence of the witness:)

19 BY MR. ROTHMAN: Thank you. Back on the  
20 record. Can you read back the last question.

21 (Thereupon, the last question was read back by  
22 the court reporter.)

23 MR. SAUNDERS: Go ahead and answer.

24 THE WITNESS: Can you repeat it again.

25 (Thereupon, the last question was read back by

1 the court reporter.)

2 THE WITNESS: World Avenue Holdings provides  
3 strategic direction and also participates in making  
4 high level management decisions for the Useful, LLC.

5 BY MR. ROTHMAN:

6 Q Does World Avenue Holdings do that directly or  
7 does it do that through agents?

8 MR. SAUNDERS: Object to the form of the  
9 question both to the extent it calls for a legal  
10 conclusion and it's vague. You can answer the best  
11 you can.

12 BY MR. ROTHMAN:

13 Q Do you meet directly with anyone from the  
14 Useful, LLC to make these high level management  
15 decisions?

16 A We do meet directly with the employees of the  
17 Useful.

18 Q When do you meet with them, on a regular basis?

19 A World Avenue Holdings employees meet with  
20 employees of the Useful on an as needed basis.

21 Q What would an as needed basis involve? What's  
22 something that would require your involvement? By you,

23 I mean World Avenue Holdings.

24 A If a high level management business or

25 strategic decision needed to be made by the Useful, then

1 World Avenue Holdings employees would be involved.

2 Q Can you give me an example?

3 A If the Useful had to or wanted to procure goods  
4 and services over ten thousand dollars, then that  
5 decision would involve someone from World Avenue  
6 Holdings.

7 Q Now, the Useful, LLC, one of World Avenue  
8 Holdings subsidiaries, they're an advertising and media  
9 company, correct?

10 MR. SAUNDERS: I'm going to object to the  
11 extent that it goes beyond the scope of the subject  
12 matters, but go ahead and answer.

13 THE WITNESS: The Useful is an internet  
14 marketing company.

15 BY MR. ROTHMAN:

16 Q Do you know how the Useful, LLC markets to its  
17 customers?

18 MR. SAUNDERS: Object again as to the scope of  
19 the question as being beyond the subject matters,  
20 the subject matters listed in the Notice of  
21 Deposition for the Holdings witness.

22 Again, ask Counsel to proffer --

23 BY MR. ROTHMAN:

24 Q You can go ahead and answer.

25 MR. SAUNDERS: -- why Counsel is declining to



1 proffer what subject matter this question relates  
2 to, but go ahead and answer.

3 THE WITNESS: I'm sorry. Can you repeat the  
4 question.

5 MR. ROTHMAN: Would you mind?

6 (Thereupon, the last question was read back by  
7 the court reporter.)

8 THE WITNESS: I am aware at a very high level  
9 how the Useful markets to its customers.

10 BY MR. ROTHMAN:

11 Q What is your understanding?

12 A The Useful employs employees a variety of  
13 internet tools whether web display, e-mail or otherwise  
14 to generate the leads for sales on behalf of the  
15 customers.

16 Q Now, how does -- well, let's start with the  
17 Useful. Does World Avenue Holdings, the officers of  
18 World Avenue Holdings have any contacts with the  
19 officers of the Useful or do you regularly meet with the  
20 officers of the Useful?

21 MR. SAUNDERS: Objection to the form, compound  
22 question.

23 BY MR. ROTHMAN:

24 Q I can break it up if you need me to.

25 A Could you please.

1           Q     Does World Avenue Holdings when it does its  
2 high level oversight management, does it meet with  
3 officers or agents of the Useful?

4                   MR. SAUNDERS:  Objection.

5                   BY MR. ROTHMAN:

6           Q     Let's start with officers.  Does it meet with  
7 officers of the Useful?

8           A     Employees of World Avenue Holdings meets with  
9 employees of the Useful whenever high level management  
10 oversight decisions need to be made.

11          Q     Do those involve -- pardon me.  Do those high  
12 level management decisions you just spoke about involve  
13 the internet marketing that you just described.  Let me  
14 rephrase.

15                   Does World Avenue Holdings have discussions  
16 with the Useful, people from the Useful about lead  
17 generation, e-mail marketing, any of those.

18                   MR. SAUNDERS:  Objection as to form, compound.  
19           Go ahead and answer.

20                   BY MR. ROTHMAN:

21          Q     I can ask them one at a time if you'd like.

22          A     Please.

23           Q       E-mail marketing, does World Avenue Holdings  
24 meet with the Useful, LLC, its officers, employees  
25 regarding the decisions made as to who to send e-mails

1 to?

2 A World Avenue Holdings employees do not get  
3 involved and are not involved with decisions regarding  
4 sending e-mails by the Useful.

5 Q Well, does World Avenue Holdings get involved  
6 in the sending of e-mails by the Useful's agents?

7 MR. SAUNDERS: Objection, form, vague, and  
8 calling for a legal conclusion. Go ahead and answer  
9 to the best you can.

10 THE WITNESS: I don't understand what the term  
11 the Useful agents.

12 BY MR. ROTHMAN:

13 Q Does the Useful send out e-mails to prospective  
14 leads?

15 MR. SAUNDERS: Object to the extent that this  
16 is beyond the scope of the subject matters in the  
17 deposition. Go ahead and answer to the best you  
18 can. And we may need to get the Judge on the phone,  
19 but go ahead and answer his question.

20 THE WITNESS: I believe that the Useful does  
21 send e-mails to prospective clients.

22 BY MR. ROTHMAN:

23       Q     Itself, the Useful does. Pardon me. The  
24 Useful does send e-mails itself; meaning, its employees  
25 send those e-mails?

1           MR. SAUNDERS: Object to the form of the  
2 question as vague and ambiguous.

3           BY MR. ROTHMAN:

4       Q     How does the Useful generate these leads?

5           MR. SAUNDERS: Objection as to the form of the  
6 question. Go ahead and answer.

7           THE WITNESS: Repeat your question for me.

8           BY MR. ROTHMAN:

9       Q     How does the Useful market to people?

10      A     The Useful employs a variety of internet tools  
11 to market to its customers.

12      Q     What are those tools?

13           MR. SAUNDERS: I'm going to object. The  
14 question is outside the scope of the subject matter  
15 and the topics. The witness is not here to testify  
16 -- well, I don't want to make a speaking objection.  
17 It is outside the scope.

18           I ask Counsel to proffer what subject matter  
19 topic this question falls under for the record.

20           MR. ROTHMAN: I did numerous times.

21           MR. SAUNDERS: No, you haven't.

22           BY MR. ROTHMAN:

23           Q     But you can go ahead and answer unless your  
24 Counsel instructs you not to.  
25           MR. SAUNDERS:  Let the record reflect that



1 Counsel is refusing to proffer what topic that the  
2 question is responsive to -- the question falls  
3 under, so that we can make a record for the Judge.

4 MR. ROTHMAN: Sandy, before we go any further,  
5 I think we should try to limit our speaking  
6 objections especially in front of the witness.

7 MR. SAUNDERS: I have limited. I haven't  
8 touched on why I think these don't fall -- I've been  
9 very careful. I've limited my objections to the  
10 form. We're stating that they don't fall under the  
11 subject matter. I'm asking you to proffer.

12 MR. ROTHMAN: Again, we are talking about  
13 subject matter number one, the deponents contacts  
14 either directly or through agents with persons in  
15 Maryland. I am simply trying to understand what  
16 contacts the company has.

17 MR. SAUNDERS: At this point why don't we try  
18 to get the Judge on the phone because it's not what  
19 you're doing. And if the Judge wants to tell me I'm  
20 wrong, he'll tell me I'm wrong. And this will move  
21 along.

22 And if the Judge wants to tell me I'm right,

23       we'll move along. But you haven't asked the  
24       questions. You're not asking the questions that  
25       fall within this topic, so why don't we -- I don't

1 know what time the Judge comes back on the bench.  
2 Why don't we call the clerk and ask if we can speak  
3 to him when he comes off for the lunch break --

4 MR. ROTHMAN: That's fine.

5 MR. SAUNDERS: -- and go from there and see  
6 what we can do because in my opinion you've asked  
7 very few questions that tie into the topics. I've  
8 tried to be flexible, but this is beyond the scope  
9 of your subject matter. I'm not going to argue in  
10 front of the witness, argue it to the Judge.

11 MR. ROTHMAN: Do you want me to continue or  
12 would you rather we take a break and call the Judge?

13 MR. SAUNDERS: Let's take a break and call the  
14 Judge. I mean, it's almost 12:30 anyway.

15 MR. ROTHMAN: Then he may well be off the  
16 bench.

17 MR. SAUNDERS: So let's see or at least we can  
18 find out what time he's going to be off the bench,  
19 go back on the record and try to muddle through as  
20 best we can and then talk to him.

21 MR. ROTHMAN: That's fine. Mr. Dhana, I think  
22 we will excuse you for a moment and try this again.

23 I'm sorry for this.

24 (Thereupon, a recess was taken at 12:30 o'clock

25 p.m.)

1 CONTINUED DIRECT EXAMINATION

2 BY MR. ROTHMAN:

3 Q Back on the record, Mr. Dhana, we are going to  
4 put two things on the record. Prior to lunch we had the  
5 conference call with Magistrate Day. Now, I just wanted  
6 to add to the record, Plaintiff's Exhibit 2 which is the  
7 letter from Mr. Ring dated today that describes the  
8 discovery dispute that Judge Day went ahead and  
9 addressed. So Plaintiff's Exhibit 2 per your records.

10 MR. ROTHMAN: You have a copy of that, correct?

11 MR. SAUNDERS: Yes.

12 (Thereupon, the document referred to was marked  
13 as Plaintiff's Exhibit No. 2 for identification.)

14 BY MR. ROTHMAN:

15 Q In addition, Mr. Saunders and I just discussed  
16 Mr. Wagner who's going to be recording, make an audio  
17 recording with his computer of the proceedings beginning  
18 now for unofficial purposes. It's not an official  
19 transcript. It's not an official recording of this  
20 proceeding. And it's not going to be used for any  
21 official purposes as per agreement.

22 MR. ROTHMAN: And you'd like a copy of it?

23                   MR. SAUNDERS: And Counsel has agreed to  
24                   provide a copy to us. It is going to be governed by  
25                   the confidentiality provisions that cover the

1 transcript of this deposition and to the extent that  
2 Plaintiffs feel there is a discrepancy between the  
3 transcript, the court reporter's transcript and what  
4 is recorded on this audio, the audio tape is  
5 irrelevant. It is not usable for reference for any  
6 purpose whether on the record or to correct the  
7 record in this proceeding.

8 MR. ROTHMAN: Any official purpose, you mean.  
9 We're just going to be using it, listening to it  
10 unofficially, so obviously it's not official.

11 MR. SAUNDERS: That's fine, but for purposes of  
12 trying to impact the record in this case as to any  
13 potential discrepancy that you believe exists  
14 between the court reporter's transcript and the  
15 audio, the audio is not useable. It cannot even be  
16 referenced.

17 MR. ROTHMAN: I agree and that wasn't in  
18 contest at all.

19 MR. SAUNDERS: My one question is, there  
20 appears to be a video component to the device Mr.  
21 Wagner has put on the table. Is there video being  
22 screened.

23 MR. WAGNER: No.

24 MR. SAUNDERS: Okay.

25 MR. ROTHMAN: Okay.



1 BY MR. ROTHMAN:

2 Q Mr. Dhana, good afternoon.

3 A Good afternoon.

4 Q Let's go back for a moment and just get the  
5 basics regarding your education and how long you've been  
6 at the company again because I don't think we finished  
7 that portion.

8 Can you describe for me your educational  
9 history. Where have you gone to school? How long have  
10 you attended school? And I can ask those individually  
11 if you'd like me to.

12 A Could you ask them individually please.

13 Q Okay. Did you attend school?

14 A Yes. I did attend school.

15 Q Where did you attend school?

16 A I attended high school in Montego Bay, Jamaica.  
17 I attended Cornell College. I attended college here in  
18 South Florida at Florida International University.

19 Q Pardon me one second. Did you say Cornell  
20 University?

21 A Cornwall College.

22 Q Oh, Cornwall College, okay. When did you

23 graduate from high school?

24 A 1985.

25 Q Okay. And Cornwall, what was the remaining --

1 Cornwall high school, Cornwall College?

2 A Cornwall College.

3 Q Cornwall College. And when did you attend

4 Cornwall College?

5 A From about 1980 until 1985.

6 Q Did you receive a degree?

7 A I received a high school diploma.

8 Q From Montego Bay, what was the name of your

9 high school?

10 A Cornwall College.

11 Q Oh, that is -- okay. That is the high school,

12 okay. Pardon me. So you received a high school

13 diploma.

14 Did you attend school after high school? Did

15 you attend any additional post secondary --

16 A Yes, I did.

17 Q Where did you attend?

18 A I attended Florida International University.

19 Q And when did you attend, what years?

20 A From about 1990 until 1993.

21 Q Did you receive a degree from Florida

22 International University?

23       A       Yes, I did.

24       Q       What degree did you receive?

25       A       I received a degree Bachelor of Science in

1    accounting.

2            Q        So that means you graduated, correct?

3            A        I did graduate from Florida International  
4    University.

5            Q        Did you attend any graduate schools or any  
6    additional post secondary education?

7            A        Yes, I did.

8            Q        Where did you attend school?

9            A        At Florida International University.

10          Q        Did you receive a masters or some degree of  
11    equivalence?

12          A        No, I did not.

13          Q        Did you begin a program, a master's program?

14          A        Yes, I did.

15          Q        At Florida International University?

16          A        At Florida International University.

17          Q        What years did you attend school there not  
18    including college and your undergraduate degree?

19          A        1993.

20          Q        That was the end of your time there? Did you  
21    receive a degree, a master's degree from Florida  
22    International University?

23           A       No, I did not.

24           Q       Do you know how many credit hours you received  
25 credit for?

1           A       I don't recall.

2           Q       Were you going for -- what degree were you  
3 going for or were you a candidate for I should say?

4           A       I was a candidate for a master's degree in  
5 accounting information systems.

6           Q       What does that degree -- what would that degree  
7 have conferred or what disciplines are contained within  
8 it, if you understand the question?

9           A       The degree would give me a better understanding  
10 of accounting information systems, how to design and  
11 implement those systems.

12          Q       When did you start with World Avenue Holdings?

13          A       May 30, 2006.

14          Q       Do you currently hold any other positions with  
15 the World Avenue entity?

16          A       I don't understand what you mean by with a  
17 World Avenue entity.

18          Q       Are you employed or do you hold a position as  
19 an officer or employee in any other company other than  
20 World Avenue Holdings?

21                 MR. SAUNDERS: Objection as to form, compound.

22                 Go ahead and answer.

23 BY MR. ROTHMAN:

24 Q I can break it up if you need me to.

25 A Could you please.



1 Q Sure. Are you an officer in any corporation?

2 Let me rephrase that now. I'll add now.

3 A I am not an officer of World Avenue Holdings.

4 Q My question was: Are you an officer in any  
5 other corporation right now, not just World Avenue  
6 Holdings?

7 A Yes, I am.

8 Q Where are you an officer now?

9 A I am a vice president for a corporation that my  
10 wife operates.

11 Q Is it unrelated to this litigation?

12 A It is totally unrelated to this litigation.

13 Q Okay. Is the company top secret? Is its name  
14 known?

15 A The company is not top secret. If you go to  
16 the Sunbiz.org Florida website, you can identify the  
17 company.

18 Q Okay. Now, in the past have you held a -- were  
19 you an officer in any corporation. My question  
20 previously was now. And now I'm going backwards.

21 Have you ever held a position as an officer in  
22 any corporation not including your wife's, of course,

23 because you've already mentioned that.

24       A     Yes. I was an officer in a corporation before  
25 this.

1 Q What was the name of it?

2 A Corporation was known as Caribshop.com.

3 Q Can you spell that for me?

4 A C-A-R-I-B-S-H-O-P dot com.

5 Q What did you do for caribshop.com?

6 A I was the president.

7 Q Other than caribshop.com and your wife's  
8 corporation, have you ever held an officer position in  
9 any other company?

10 A Not to my knowledge.

11 Q Now, following -- following Florida  
12 International University and the master's program you  
13 were in, what did you do after that? Were you employed?

14 A When I left Florida International University, I  
15 went to work for KPMG Pete Marwick.

16 Q What years or year did you work there?

17 A Worked with KPMG from 1993 until 1997.

18 Q And what was your position with KPMG Pete  
19 Marwick?

20 A I was an auditor for KPMG Pete Marwick.

21 Q Now, I noticed that your time with KPMG Pete  
22 Marwick and your time at -- when you began at World

23 Avenue Holdings overlapped -- oh, pardon me. I'm

24 reading the wrong year. My bad.

25 Can you tell me what you did after KPMG Pete

1 Marwick?

2 A I went to work for a company called Rewards  
3 Network as their director of financial reporting.

4 Q What years did you do that?

5 A I worked with Rewards Network from 1997 until  
6 2006.

7 Q What did you do as the director of financial  
8 reporting?

9 A As director of financial reporting for Rewards  
10 Network, I was responsible for compiling a financial  
11 statement for the entity, preparing SCC filings,  
12 coordinating budgets and audits.

13 Q Coordinating budgets and audits, is that -- is  
14 it budgets slash audits or coordinating audits as a  
15 separate function?

16 A Coordinating audits as a separate function.

17 Q What did Rewards Network do?

18 A Rewards Network was a restaurant dining rewards  
19 program and marketing company.

20 Q Did you have a job between Rewards Network and  
21 World Avenue Holdings or was World Avenue Holdings your  
22 next job?

23           A       World Avenue Holdings was my next job after  
24 leaving Rewards Network.

25           Q       You began May 30, 2006 at World Avenue

1 Holdings?

2 A I was hired on May 30, 2006 to fill the role of  
3 VP of finance and corporate controller for World Avenue  
4 Holdings.

5 Q Is that the same job you hold today?

6 A Yes.

7 Q Can you tell me what you do in your current  
8 position?

9 A I oversee financial reporting, budgeting,  
10 auditing, collections, and disbursements for World  
11 Avenue Holdings.

12 Q Do you oversee the budget for the Useful, LLC?

13 MR. SAUNDERS: I'm going to object to the  
14 question to the extent it goes beyond the scope of  
15 the subject matters listed in the topics. Go ahead  
16 and answer. We're not going to keep going down this  
17 path. Go ahead.

18 THE WITNESS: I'm sorry. Can you repeat the  
19 question please.

20 BY MR. ROTHMAN:

21 Q As part of your budgeting function with World  
22 Avenue Holdings -- I'll make it broader. Do you oversee

23 the Budgeting of any of the subsidiaries?

24 MR. SAUNDERS: I'm also going to object on the  
25 ground that it's vague, but go ahead and answer as



1           best you can.

2           THE WITNESS:   Yes.

3           BY MR. ROTHMAN:

4       Q     Okay.   Which entities?

5       A     I oversee the budgets for all entities.

6       Q     Do you likewise with auditing, do you audit all  
7 entities, subsidiaries?

8       A     Can you repeat your question please.

9       Q     Certainly.   Do you oversee the auditing of all  
10 of the entities?

11      A     Yes.

12      Q     Do you do the collections for all of the  
13 entities?

14           MR. SAUNDERS:   Objection as to the form of the  
15 question, vague, but go ahead and answer.

16           THE WITNESS:   I oversee the collections for all  
17 the entities.

18           BY MR. ROTHMAN:

19      Q     And as far as disbursements goes, you mentioned  
20 before ten thousand dollar limit; is that -- is that  
21 correct?   Do you oversee disbursements for the entities  
22 over ten thousand dollars?

23           MR. SAUNDERS: Well, I'm going to object to the  
24           extent -- I'm going to object as to form as to the  
25           characterization of his prior testimony.

1 BY MR. ROTHMAN:

2 Q I can make it broader if you'd like. Do you  
3 oversee the disbursements for all of the entities that  
4 you just mentioned?

5 MR. SAUNDERS: Object to the form as vague. Go  
6 ahead and answer.

7 THE WITNESS: I do.

8 BY MR. ROTHMAN:

9 Q Are there any limits to the disbursements that  
10 you oversee?

11 MR. SAUNDERS: I'm going to object to the  
12 question as vague. Go ahead and answer it.

13 THE WITNESS: Not that I can think of right  
14 now.

15 BY MR. ROTHMAN:

16 Q Do all financial decisions at the entities you  
17 mentioned have to come through you?

18 A No.

19 Q Is there a limit?

20 MR. SAUNDERS: Objection as to form, vague. Go  
21 ahead and answer the best you can.

22 BY MR. ROTHMAN:

23       Q     Maybe I should say, when do you -- when do you  
24   limit your involvement in the financial decisions of a  
25   subsidiary?

1           MR. SAUNDERS:  Objection to the form of the  
2           question as vague.  Go ahead and answer if you can.

3           THE WITNESS:  I'm not sure I can answer the  
4           question.

5           BY MR. ROTHMAN:

6           Q     Well, which part of the question is giving you  
7           trouble?

8           A     Can you repeat it again.

9           MR. ROTHMAN:  Would you go ahead and read that  
10          back.

11          (Thereupon, the last question was read back by  
12          the court reporter.)

13          THE WITNESS:  It's very difficult to answer  
14          that question.

15          BY MR. ROTHMAN:

16          Q     What about the question is difficult to answer?

17          A     It's very vague.

18          Q     Okay.  Would you rather me go more specific?

19          A     Yes.

20          Q     Okay.  If a subsidiary decides they want to  
21          make a financial decision, you had stated earlier that  
22          that disbursements -- that you're responsible for

23 disbursements of subsidiaries, correct?

24               MR. SAUNDERS: I'm going to object to the form  
25               of the question.

1 BY MR. ROTHMAN:

2 Q Okay. Correct me please. I don't want to  
3 misstate things.

4 A I said I provide oversight.

5 Q Oversight, okay.

6 A Yes.

7 Q So you were overseeing the decisions made at  
8 the subsidiaries, correct?

9 MR. SAUNDERS: Object to the form of the  
10 question. It's vague and mischaracterizes what he's  
11 already testified.

12 BY MR. ROTHMAN:

13 Q Disbursements.

14 A I'm sorry. I'm not following your question.

15 Q You said you oversee the disbursements from the  
16 subsidiaries, correct?

17 A Provide oversight as to disbursements at the  
18 subsidiaries.

19 Q Okay. And by providing oversight, what  
20 specifically does that mean?

21 A Insure that the policies and procedures in  
22 place regarding the getting the appropriate approvals

23 have been done before a disbursement is made.

24 Q Does any disbursements made by a subsidiary

25 have to go through World Avenue Holdings first?



1           A       No.

2           Q       What are the limits you're thinking of? Which  
3 disbursements don't go through World -- don't need World  
4 Avenue Holdings approval?

5           A       Disbursements for general operating expenses  
6 and for the purchase of media.

7           Q       So Holdings does not oversee the disbursements  
8 for the purchases of media, correct?

9           A       Correct.

10          Q       Do the subsidiaries themselves make their own  
11 disbursements or purchases for media?

12               MR. SAUNDERS: Objection as to form, vague, and  
13 compound, but go ahead and answer it.

14               BY MR. ROTHMAN:

15          Q       I can break it up to purchases and media if you  
16 need me to.

17          A       Could you please.

18          Q       Okay, no problem. So the subsidiaries oversees  
19 their own purchases of media, correct?

20               MR. SAUNDERS: Objection as to form, lack of  
21 foundation.

22               THE WITNESS: The World Avenue subsidiaries are

23        responsible for approving their own purchases of  
24        media.  
25

1 BY MR. ROTHMAN:

2 Q Are disbursements, publishers or affiliates  
3 overseen by World Avenue Holdings?

4 MR. SAUNDERS: Counsel, I would also now enter  
5 an objection that this is beyond the scope of the  
6 topics and the subject matters. I've given you some  
7 leeway. I'll ask you to proffer where oversight --  
8 where this question falls within one of the topics  
9 identified in the Notice of Deposition.

10 MR. ROTHMAN: I was specifically going for  
11 number seven, but I can go down if you'd --

12 MR. SAUNDERS: Number seven is commissions or  
13 other compensation paid to anyone in Maryland  
14 related to Defendant's promotional and lead  
15 generational campaign.

16 Now, this is for Holdings. And now you're  
17 asking him about payments being made by the  
18 subsidiaries. And that's not Holdings. So I'm  
19 trying to give you a little leeway on the  
20 relationship between Holdings and the subsidiaries,  
21 but you're really going far afield because you're  
22 not asking -- you're not asking questions about what

23        Holdings does.  You're asking questions about what  
24        the subsidiaries do.  
25

1 BY MR. ROTHMAN:

2 Q All right. Let's do it this way. Holdings,  
3 does World Avenue Holdings hire anyone besides its  
4 employees. We'll start there.

5 MR. SAUNDERS: Object on the grounds that it's  
6 vague. Go ahead and answer if you can.

7 THE WITNESS: I don't know how to answer that  
8 question.

9 BY MR. ROTHMAN:

10 Q Let's just start with subject number one. I  
11 know you've gone over these with Counsel. World Avenue  
12 Holdings contacts either directly or indirectly --  
13 directly or through agents with persons in Maryland.  
14 Okay.

15 Can you tell me whether World Avenue Holdings  
16 has any contacts either directly or through its agents  
17 with persons in Maryland?

18 MR. SAUNDERS: I'm going to object to the form  
19 of the question. It's compound. Go ahead and  
20 answer if you can.

21 THE WITNESS: I do not understand what the  
22 definition of an agent is.

23 BY MR. ROTHMAN:

24 Q Okay. An agency for the purposes of this  
25 question is a person or entity that you hire and

1 exercise control over in order to fulfill an objective  
2 that you name. Okay.

3 MR. SAUNDERS: I'm going to object as to -- I  
4 don't think that is maybe barely -- I'm going to  
5 object, form of the question being vague and  
6 incorrect. Go ahead and answer if you can to the  
7 extent it calls for a legal conclusion. Go ahead  
8 and answer if you can.

9 THE WITNESS: To the best of my knowledge World  
10 Avenue Holdings does not have contact either  
11 directly or through agents with persons in Maryland.

12 BY MR. ROTHMAN:

13 Q Does World Avenue Holdings -- well, let's back  
14 up a bit. Before you said World Avenue Holdings is --  
15 performs a management and oversight function of the  
16 other subsidiaries, correct?

17 MR. SAUNDERS: I'm going to object to the form  
18 of the question as vague, also asked and answered I  
19 think three or four times, but go ahead and answer.

20 THE WITNESS: World Avenue Holdings provides  
21 management oversight to its subsidiaries.

22 BY MR. ROTHMAN:

23           Q       To its subsidiaries. Does it do that directly?

24           A       The employees of World Avenue Holdings provides  
25 management oversight to the subsidiaries of World Avenue



1 Holdings.

2 Q Directly; meaning, they do it themselves?

3 A They do it themselves, correct.

4 Q And they do not hire anybody else to do  
5 management or oversight of the subsidiaries?

6 MR. SAUNDERS: I'm going to object to the form  
7 of the question and state that it is outside the  
8 scope of the subject matter. I'll let you answer  
9 this one. I'll let you answer this one. Go ahead.  
10 And also objection, asked and answered.

11 THE WITNESS: The employees of World Avenue  
12 Holdings provides management oversight directly to  
13 the subsidiaries of World Avenue Holdings.

14 BY MR. ROTHMAN:

15 Q And they do so from Florida -- Sunrise,  
16 Florida?

17 A The employees of World Avenue Holdings provides  
18 management oversight to the subsidiaries of World Avenue  
19 Holdings from Sunrise, Florida.

20 Q Are any of the subsidiaries or their agents  
21 located in Maryland?

22 MR. SAUNDERS: I'm going to object to the form

23 of the question as compound and outside the scope of  
24 the subject matter of the deposition. I'll ask you  
25 to rephrase the question because there is part of

1       this question I will allow him to answer. And then  
2       I think we're going to draw a line. And there's  
3       part of this question, if I understand how you're  
4       asking it, that I'm going to instruct him not to  
5       answer.

6               MR. ROTHMAN: Which part are you going to  
7       instruct him not to answer.

8               MR. SAUNDERS: I'm not rephrasing because I'm  
9       not gonna be accused of, as you did earlier, of  
10      trying to coach the witness. So you have to ask  
11      your questions. I've made my objection as to form.

12              BY MR. ROTHMAN:

13      Q       Okay. Are any of the subsidiaries located in  
14      Florida? I'm sorry. Are any of the subsidiaries  
15      located in Maryland. Pardon me. Strike that prior.

16      A       None of World Avenue Holdings subsidiaries are  
17      located within the State of Maryland.

18      Q       Does World Avenue Holdings oversee any  
19      subsidiary work done in Maryland?

20              MR. SAUNDERS: I'm going to object to the form  
21      of the question as no foundation and vague. Go  
22      ahead and answer.

23                   THE WITNESS: Can you repeat the question for  
24           me please.  
25

1 BY MR. ROTHMAN:

2 Q Does World Avenue Holdings oversee any --

3 MR. ROTHMAN: Would you mind reading that back.

4 (Thereupon, the last question was read back by  
5 the court reporter.)

6 MR. SAUNDERS: Same objection, go ahead.

7 THE WITNESS: World Avenue Holdings provides  
8 management oversight to its subsidiaries.

9 MR. ROTHMAN:

10 Q Okay. That wasn't my question. It's  
11 specifically related to Maryland.

12 A World Avenue Holdings does not provide  
13 management oversight within the State of Maryland.

14 Q More specifically my question was: Does it  
15 oversee work done in the State of Maryland?

16 A World Avenue Holdings does not provide  
17 management oversight for work being done in the State of  
18 Maryland.

19 Q I want to go down to number two. Have you had  
20 a chance to read number two?

21 A Yes.

22 Q Does World Avenue Holdings -- has World Avenue

23 Holdings sent any e-mail to persons in Maryland as part  
24 of a promotional or lead generation campaign?

25       A       World Avenue Holdings does not engage in

1 promotional or lead generation campaigns.

2 Q Well, more specifically my question was: Has  
3 World Avenue Holdings sent any e-mails to someone in  
4 Maryland as the result of a promotional or lead  
5 generation campaign?

6 I didn't ask what they engage in. I asked if  
7 they sent any e-mails.

8 A World Avenue Holdings does not send e-mails as  
9 part of any promotional or lead generation campaign.

10 Q To Maryland?

11 A No. I stand by my statement, period.

12 Q Anywhere, period, okay. But World Avenue  
13 Holdings still does provide oversight to those functions  
14 done by the subsidiaries, correct?

15 MR. SAUNDERS: Objection, asked and answered  
16 multiple times and also vague and ambiguous. Go  
17 ahead and answer if you can.

18 THE WITNESS: Can you repeat.

19 MR. ROTHMAN: I knew you were going to ask me  
20 to do that. If you wouldn't mind.

21 (Thereupon, the last question was read back by  
22 the court reporter.)

23 MR. SAUNDERS: Same objection.

24 BY MR. ROTHMAN:

25 Q Do you understand what the question is asking?



1           A       No.

2           Q       World Avenue Holdings, does it oversee the lead  
3 generation campaigns or promotional campaigns done by  
4 the subsidiaries?

5                   MR. SAUNDERS:  Objection, asked and answered.  
6 Go ahead and answer.

7                   BY MR. ROTHMAN:

8           Q       In Maryland?

9                   MR. SAUNDERS:  Same objection, go ahead and  
10 answer.

11                   THE WITNESS:  World Avenue Holdings does not  
12 provide day-to-day operational support to the  
13 subsidiaries.  They provide high level oversight,  
14 management oversight to the World Avenue  
15 subsidiaries.

16                   BY MR. ROTHMAN:

17           Q       What would be an example of a management  
18 oversight decision that World Avenue Holdings might  
19 make?

20                   MR. SAUNDERS:  Objection, asked and answered.  
21 Go ahead and answer if you can.

22                   THE WITNESS:  World Avenue Holdings will make

23 corporate strategic decisions about the subsidiaries  
24 and what functions they perform.  
25

1 BY MR. ROTHMAN:

2 Q So will World Avenue Holdings decide something  
3 as minute as what type of media that a subsidiary might  
4 engage in?

5 A No.

6 Q No. Will it decide something such as who a  
7 subsidiary might use to perform some task?

8 A Depends upon the task.

9 Q Like if they say we want to purchase -- would  
10 World Avenue Holdings say something to a subsidiary such  
11 as I want to see more banner adds?

12 A No. World Avenue Holdings does not get  
13 involved in making decisions about banner adds at World  
14 Avenue Holdings subsidiaries.

15 Q What about who to use for campaigns?

16 A World Avenue Holdings does not get involved in  
17 decisions about who its subsidiaries use for its  
18 marketing campaigns.

19 Q Let's move to number three. Have you had a  
20 chance to read that? Okay. My question involves  
21 Holdings and contacts in Maryland. Okay.

22 Does World Avenue Holdings have any record --

23 strike that. Let me make it smaller. Does World

24 Avenue Holdings operate any website?

25 A Not to my knowledge.

1           Q     Would there be anybody else who might have  
2 better knowledge about this within Holdings?

3           MR. SAUNDERS: I'm going to object to the form  
4 of the question. Go ahead and answer if you can.

5           THE WITNESS: I don't know.

6           BY MR. ROTHMAN:

7           Q     You don't know if somebody would have better  
8 knowledge?

9           A     I don't know if any of the other World Avenue  
10 Holdings employees would have a better knowledge as to  
11 whether World Avenue Holdings operates websites.

12          Q     Does World Avenue Holdings oversee websites  
13 operated by subsidiaries?

14          MR. SAUNDERS: I'm going to object on the  
15 grounds that this goes outside the topics listed on  
16 the deposition -- listed in the 30B6 Notice, but go  
17 ahead and answer this. Go ahead.

18          THE WITNESS: Sure. I believe there is one  
19 website that is owned by a subsidiary that World  
20 Avenue Holdings oversees.

21          BY MR. ROTHMAN:

22          Q     Can you tell me the name of that website?

23           A       I believe it's Worldavenue.com.

24           Q       So what does World Avenue -- pardon me. Did

25 you say World Avenue Holdings oversees one website

1 operated by a subsidiary of World Avenue Holdings or is  
2 it operated by World Avenue Holdings? Pardon me.

3 Who operates the website?

4 A I believe the website is registered in the name  
5 of a subsidiary and operated for the benefit of World  
6 Avenue Holdings.

7 Q And which subsidiary operates that?

8 MR. SAUNDERS: Can you read back his prior  
9 answer.

10 (Thereupon, the last answer was read back by  
11 the court reporter.)

12 THE WITNESS: What was your question?

13 BY MR. ROTHMAN:

14 Q Which subsidiary is the website operated for  
15 the benefit of?

16 A Can you restate that question.

17 Q Your prior answer. You remember your prior  
18 answer?

19 A Yes, I do.

20 Q Okay. Can you explain it more fully.

21 A What part of it don't you understand?

22 Q For the benefit of?

23           A       The Worldavenue.com website displays

24 information about World Avenue Holdings.

25           Q       Okay. So who operates the website?



1           A     I am not sure who operates the website, but the  
2 website is registered in the name of a subsidiary.

3           Q     Which subsidiary?

4           A     I believe that Worldavenue.com is registered to  
5 World Avenue USA, LLC.

6           Q     Is World Avenue LLC still in existence?

7                   MR. SAUNDERS:   Excuse me.

8                   THE WITNESS:   I'm sorry?

9                   BY MR. ROTHMAN:

10          Q     Is World Avenue LLC still in existence?

11                   MR. SAUNDERS:   I'm going to object to the  
12 question to the extent it's beyond the scope of the  
13 30B6 Notice, but go ahead and answer if you can.

14                   THE WITNESS:   World Avenue LLC was renamed  
15 World Avenue Holdings, LLC.

16                   BY MR. ROTHMAN:

17          Q     World Avenue LLC was renamed World Avenue  
18 Holdings, LLC?

19          A     That is correct.

20          Q     So when I see World Avenue, LLC, that's the  
21 same thing as World Avenue Holdings, correct?

22                   MR. SAUNDERS:   I'm going to object to the

23       question to the extent it calls for a legal  
24       conclusion.  Go ahead and answer.  
25

1 BY MR. ROTHMAN:

2 Q Based on what you just told me.

3 MR. SAUNDERS: Same objection, but go ahead and  
4 answer.

5 THE WITNESS: Can you repeat your question for  
6 me please.

7 MR. ROTHMAN: Can you go two back.

8 (Thereupon, the question referred to was read  
9 back by the court reporter.)

10 BY MR. ROTHMAN:

11 Q Do you need the prior question or is that the  
12 one you wanted repeated?

13 A I don't know if when you see World Avenue, LLC,  
14 if it is the same as World Avenue Holdings, LLC.

15 Q Okay. But World Avenue Holdings runs the  
16 website according to what you just said.

17 A I said that the Worldavenue.com website is  
18 registered to World Avenue USA, LLC.

19 Q That's different than what you just said.

20 MR. SAUNDERS: Objection.

21 BY MR. ROTHMAN:

22 Q You just said that --

23 MR. SAUNDERS: Form --

24 BY MR. ROTHMAN: Pardon me, go ahead.

25 MR. SAUNDERS: To the form of the question. Go

1       ahead and answer. Go ahead and ask the question,  
2       but it's --

3               BY MR. ROTHMAN:

4       Q     You just stated World Avenue -- World Avenue,  
5       LLC is the same thing as World Avenue Holdings, LLC.

6       A     I did not say that. I said that I am not sure  
7       when you see the name World Avenue coma LLC that you can  
8       assume that it is the same as World Avenue Holdings coma  
9       LLC.

10      Q     Okay. And then after that -- well, let's move  
11     on. Does -- what info -- information about World Avenue  
12     Holdings is contained on the website?

13      A     I can't remember at this time.

14      Q     Does the Worldavenue.com website advertise  
15     World Avenue Holdings?

16             MR. SAUNDERS: Objection as to form, vague. Go  
17     ahead and answer if you can.

18             THE WITNESS: I don't remember.

19             BY MR. ROTHMAN:

20      Q     When was the last time you visited the website?

21      A     I visited Worldavenue.com when the website was  
22     redesigned and launched and relaunched.

23       Q     When was that?

24       A     I don't remember.

25       Q     A year ago?

1           A       I don't remember.

2           Q       Who puts the information -- strike that. Let  
3 me rephrase. Does the information contained on the  
4 Worldavenue.com website pertain to World Avenue  
5 Holdings?

6                   MR. SAUNDERS: Objection to the form of the  
7 question as vague. Go ahead and answer.

8                   THE WITNESS: I can't remember.

9                   BY MR. ROTHMAN:

10          Q       Would there be somebody better at World Avenue  
11 Holdings who might be able to answer that question?

12          A       I don't know.

13          Q       What don't you know?

14          A       I don't know if there would be someone at World  
15 Avenue Holdings who would be better able to describe the  
16 Worldavenue.com website.

17          Q       Do you know who puts the content on the  
18 Worldavenue.com website?

19          A       Yes, I do.

20          Q       Who is that?

21          A       That is Linda Parlon.

22          Q       And would Linda Parlon know more about the

23 content of the website?

24       A       I don't know what Linda Parlon knows or doesn't  
25 know.



1           Q     Does the website have an interactive feature  
2 where somebody might contact World Avenue Holdings with  
3 a comment or a question?

4           A     I don't remember.

5           Q     Does -- would Ms. Parlon be the best person to  
6 ask?

7           A     I don't know if she would be the best person to  
8 ask about that feature.

9           Q     Do you know what is on the website?

10          A     I believe the website has information about  
11 World Avenue Holdings.

12          Q     If somebody from Maryland wanted to go on and  
13 hire World Avenue Holdings, would they be able to do so  
14 or contact you at least through the website?

15               MR. SAUNDERS:  Objection as to form, compound  
16 question.  Go ahead and answer if you can.

17               THE WITNESS:  Sure.  World Avenue Holdings is a  
18 holding company for its subsidiaries.  It's not in  
19 the business of soliciting external customers.

20               BY MR. ROTHMAN:

21          Q     If somebody wanted to hire World Avenue USA,  
22 would they be able to do so from the website?

23                   MR. SAUNDERS:  Objection as to the form of the  
24                   question and as it goes beyond the scope of the  
25                   Notice, but go ahead and answer if you can.

1           THE WITNESS: Can you repeat the question for  
2       me please.

3           BY MR. ROTHMAN:

4       Q     If somebody wanted to hire World Avenue USA as  
5       its media company, would they be able to do so through  
6       the Worldavenue.com website?

7       A     I don't believe so.

8       Q     Does the World Avenue -- well, strike that. Do  
9       any of the other World Avenue Holdings subsidiaries  
10      operate their own website?

11      A     Yes. I believe that one of the other  
12      subsidiaries operates its own website.

13      Q     Which subsidiary is that?

14      A     The Useful.

15      Q     Do you know the website address?

16      A     I believe it's the useful.com.

17      Q     Does Holdings -- does Holdings oversee the  
18      useful.com website?

19      A     World Avenue Holdings has nothing to do with  
20      the useful.com website.

21      Q     It doesn't put content on there?

22      A     World Avenue Holdings does not put content on

23 the useful.com.

24 Q Does World Avenue Holdings own any copyrights  
25 that appear on either of those websites?

1           A       Can you repeat the question for me please.

2           Q       Does World Avenue Holdings own any copyrights  
3 that appear on either of those websites?

4           A       World Avenue Holdings does not put content on  
5 the useful.com and does not have any copyrights relating  
6 to the useful.com.

7           Q       I'm going to show you now what's been marked as  
8 Plaintiff's Exhibit 3 for identification.

9                   (Thereupon, the document referred to was marked  
10 as Plaintiff's Exhibit No. 3 for identification.)

11           MR. SAUNDERS:   Okay.

12           MR. ROTHMAN:   Since I only have one copy, would  
13 you like me to make another copy?

14           MR. SAUNDERS:   Well, at some point we'll get  
15 another copy.

16           BY MR. ROTHMAN:

17           Q       Okay.   Do you recognize that document?

18           MR. SAUNDERS:   I'm going to object to the  
19 question.

20           BY MR. ROTHMAN:

21           Q       Do you recognize that document?

22           MR. SAUNDERS:   Well, go ahead and answer that.

23               THE WITNESS:  It appears to be a screen shot of  
24           the Useful's website.  
25

1 BY MR. ROTHMAN:

2 Q Is that your electronic signature up on top of  
3 that page?

4 MR. SAUNDERS: Object to the form of the  
5 question. It's outside the scope of the Notice of  
6 Deposition as this is -- the witnesses has  
7 identified this as a screen shot of the Useful's  
8 website. And there's no reference to the Useful's  
9 website in the Notice for the 30B6 deposition of  
10 World Avenue Holdings.

11 MR. ROTHMAN: Are you going to permit him to  
12 answer questions about that?

13 MR. SAUNDERS: No.

14 MR. ROTHMAN: Will he be allowed to answer  
15 questions about the copyright at the bottom for  
16 World Avenue Holdings on the useful screen shot?

17 MR. SAUNDERS: Depending upon what question you  
18 ask. I can only respond to the questions that you  
19 ask because otherwise you're going to accuse me of  
20 coaching the witness.

21 BY MR. ROTHMAN:

22 Q Well, Mr. Dhana, you just told me a minute ago

23 that World Avenue Holding does not have any copyrights  
24 that appear on the usful.com website and here's a screen  
25 shot.



1           MR. SAUNDERS: I'm not sure that accurately  
2 characterizes -- I'm going to object. I'm not sure  
3 that accurately characterizes what he said.

4           MR. ROTHMAN: We can read it back if you like.

5           BY MR. ROTHMAN:

6       Q     Mr. Dhana, would you like the reporter to read  
7 back your response?

8       A     Yes please.

9           (Thereupon, the last answer was read back by  
10 the court reporter.)

11          THE WITNESS: I should have prefaced that by  
12 saying to the best of my recollection.

13          BY MR. ROTHMAN:

14       Q     Now, given Exhibit Number 3, do you wish to  
15 change your answer?

16       A     I'm sorry. What's your question?

17          BY MR. ROTHMAN:

18       Q     Given the Exhibit that I just handed you, do  
19 you wish to change your answer?

20       A     My answer to what?

21       Q     The prior question.

22       A     Can you read -- can we have the question read

23 again please.

24                   (Thereupon, the question referred to was read  
25 back by the court reporter.)

1           THE WITNESS: I think I'm going to stand by my  
2           original statement.

3           BY MR. ROTHMAN:

4           Q     Does World Avenue Holdings own any trade names  
5           or trade marks?

6           MR. SAUNDERS: I'm going to object to the form  
7           of the question as outside the scope of the Notice  
8           because the Notice is limited to the ownership of  
9           item thirteen.

10          MR. ROTHMAN: Item thirteen, correct.

11          MR. SAUNDERS: Is limited to the ownership of  
12          the trade names, domain name, IP addresses, URLs  
13          that appear -- that appear in e-mails received by  
14          Plaintiffs and others in Maryland.

15          So to the extent that we were talking about --  
16          I think we're limited to the sixty-five or  
17          sixty-eight thousand e-mails that you produced. So  
18          if we can get that list, then he can answer as to  
19          those.

20          MR. ROTHMAN: I'm sorry. List of what?

21          MR. SAUNDERS: Your -- category thirteen is  
22          qualified by the e-mails received by Plaintiff.

23 MR. ROTHMAN: And you have copies -- pardon me.

24 MR. SAUNDERS: So it's your deposition.

25 MR. ROTHMAN: You have copies of the

1       sixty-eight thousand e-mails, correct?

2               MR. SAUNDERS: Yeah, but you got to give him  
3       the list. You got to give him the list. He hasn't  
4       memorized the list.

5               MR. ROTHMAN: He's your 30B6 here.

6               MR. SAUNDERS: You've got to remind him of  
7       what's in there. He doesn't have a photographic  
8       memory of all those. You asked an open-ended  
9       question about any, so that's -- I'm objecting to  
10      the question.

11              MR. ROTHMAN: Okay, I'll rephrase.

12              BY MR. ROTHMAN:

13       Q       In the sixty-eight thousand three hundred  
14      e-mails thus far received by the Plaintiff which have  
15      been provided to your Counsel, do those e-mails contain  
16      any trade marks or trade names registered to World  
17      Avenue Holdings?

18       A       The best of my knowledge they do not.

19       Q       Have you examined any portion of the  
20      sixty-eight thousand three hundred e-mails provided to  
21      your Counsel?

22       A       I have not.

23           Q     So how can you say that you don't know if it  
24 contains any trade marks or trade names?

25           A     I can say that those e-mails do not contain any

1 trade marks or trade names that belong to World Avenue  
2 Holdings because World Avenue Holdings has no trade  
3 marks or trade names.

4 Q Well, you just told me a minute ago that World  
5 Avenue Holdings holds no copyrights, correct?

6 MR. SAUNDERS: Actually, no. Well, I don't  
7 know. I'm objecting to the form of the question.  
8 Go ahead and answer if you can. I don't think that  
9 characterizes what he said before, so go ahead.

10 THE WITNESS: I don't believe that's what I  
11 said.

12 BY MR. ROTHMAN:

13 Q What did you say then?

14 A Can we have the reporter go back and read the  
15 transcript back.

16 BY MR. ROTHMAN:

17 Q Well, I've read it. And I've had her read it.  
18 I want you to explain what you meant.

19 MR. SAUNDERS: Counsel, the prior question that  
20 she read back related to the website for the Useful  
21 and was not a question relating to the full scope of  
22 World Avenue Holdings. So you've asked a question

23       as to the Useful website. And that's what he  
24       answered.

25             If you're talking about the question that we



1 re-read. I don't want to argue with you, but the  
2 question we've read back twice was a question  
3 limited to the Useful website which is different  
4 from what you're asking him now.

5 MR. ROTHMAN: It was actually both websites,  
6 the two that were mentioned previously, both  
7 Worldavenue.com and the Useful.

8 MR. SAUNDERS: If you're going back beyond  
9 that, then go ahead.

10 MR. ROTHMAN: That's why I asked him a broader  
11 question, but you objected. May I be permitted to  
12 ask him that broader question in order to get to the  
13 answer to this?

14 MR. SAUNDERS: Go ahead and ask him what you  
15 want.

16 BY MR. ROTHMAN:

17 Q Does World Avenue Holdings own any trade marks  
18 or trade names?

19 A World Avenue Holdings does not hold or own any  
20 trade names or trade marks.

21 Q What about domain names? Are any domain names  
22 registered in World Avenue Holdings name?

23           A       Not to my knowledge.

24           Q       Would somebody at Holdings have better  
25 knowledge?

1           A       I don't know.

2           Q       Is somebody at Holdings responsible for  
3 overseeing the intellectual property assets of the  
4 subsidiaries?

5           A       I believe the subsidiaries are responsible for  
6 their own intellectual property.

7           Q       Do you know if World Avenue Holdings owns the  
8 copyright to the useful.com web page?

9           A       I don't believe that is the case.

10          Q       Does World Avenue Holdings own any IP addresses  
11 or URLs that appear in the e-mails received by the  
12 Plaintiff?

13          A       I don't believe that World Avenue Holdings owns  
14 URLs or IP addresses.

15          Q       You say you don't believe. Have you made sure  
16 prior to coming here and responding?

17          A       It did not confirm before coming here, but  
18 based on my knowledge of World Avenue Holdings  
19 disbursements, I don't believe World Avenue Holdings has  
20 IP addresses or domain names.

21          Q       Can you explain that a little further.

22          A       I don't believe that World Avenue Holdings is

23 paying for or has purchased IP addresses or domain

24 names.

25 Q Do you know if they do so through an agent or

1 through a subsidiary?

2 A Not to my knowledge.

3 Q Not to your knowledge you don't know or not to  
4 your knowledge no, it doesn't?

5 A I'm confused.

6 Q Are you saying again you don't know or are you  
7 saying no, they don't?

8 A To my knowledge they do not.

9 Q What have you done to check that your opinion  
10 is correct?

11 A I haven't done anything to check and insure  
12 that my opinion is correct.

13 Q Has World Avenue Holding -- Holdings, pardon  
14 me, disbursed money to anyone in Maryland as a result of  
15 the e-mails sent to the Plaintiff?

16 A Can you repeat the question.

17 MR. ROTHMAN: Sure. Can you go ahead and  
18 repeat the question.

19 (Thereupon, the last question was read back by  
20 the court reporter.)

21 THE WITNESS: Not to my knowledge.

22 BY MR. ROTHMAN:

23           Q     What have you done to check whether what you're  
24 saying now is correct and accurate?

25           A     I searched the World Avenue Holdings vender

1 disbursement files to identify anyone in the State of  
2 Maryland that received a disbursement from World Avenue  
3 Holdings.

4 Q Did you come up with any results?

5 A There were no venders in the file that received  
6 a disbursement from World Avenue Holdings that was also  
7 located within the State of Maryland.

8 Q This vender disbursement file contains what  
9 type of venders?

10 A All disbursements made by World Avenue  
11 Holdings.

12 Q Correct. What type of venders are contained in  
13 your vender disbursement files?

14 A It's basically any vender that provided  
15 services to World Avenue Holdings.

16 Q Are these the same venders who provided  
17 services to World Avenue Holdings subsidiaries also.

18 MR. SAUNDERS: Objection as to form. That's  
19 outside the scope -- outside of the scope of the  
20 deposition Notice. There's nothing in here about  
21 disbursements to venders for the subsidiaries. This  
22 is about disbursements. And I'm assuming you're

23 looking at number seven which is directed at

24 Holdings.

25 MR. ROTHMAN: Well, it refers to also as we've



1       gone through before, can be contacts either directly  
2       or through agents.

3               MR. SAUNDERS: Which he's answered.

4               MR. ROTHMAN: And also number six potentially  
5       -- well, number seven more likely and number nine  
6       and number ten.

7               MR. SAUNDERS: Which he's answered.

8               MR. ROTHMAN: We haven't gotten to eight, nine  
9       or ten yet.

10              MR. SAUNDERS: He's answered -- well, given how  
11       you've asked the question actually we have. So as  
12       to payments made by the subsidiaries to venders,  
13       that's outside the scope of this Notice. I'm going  
14       to instruct him not to answer.

15              MR. ROTHMAN: All right. Let me rephrase.

16              MR. SAUNDERS: I also want to know if we're at  
17       a place to take a break. We've been going for an  
18       hour and forty-five minutes.

19              MR. ROTHMAN: Okay. Take a break.

20              (Thereupon, after a brief recess, the following  
21       proceedings were had:)

22              BY MR. ROTHMAN:

23           Q     Back on the record.  I'm going to show you now

24  Mr. -- is it Dhana?

25           A     It's Dhana.

1 Q Am I pronouncing it correct?

2 A Dhana.

3 Q Dhana, okay. I'm going to show you now Mr.

4 Dhana a copy of your declaration if I may and I'm going  
5 to mark it as Plaintiff's Exhibit 4.

6 (Thereupon, the document referred to was marked  
7 as Plaintiff's Exhibit No. 4 for identification.)

8 BY MR. ROTHMAN:

9 Q Do you recognize that document, Mr. Dhana?

10 A Yes, I do.

11 Q Okay. Is that your signature on page three?

12 A Yes, it is.

13 Q Okay, good. In paragraph five of your  
14 Affidavit, you might read that into the record there for  
15 us.

16 A Paragraph five?

17 Q Yes.

18 A States Holdings does not engage in any other  
19 business activities. Holdings does not control the  
20 day-to-day activity of the World Avenue. Holdings and  
21 World Avenue are separate entities which maintain their  
22 own records and exist for different distinct purpose.

23           Q     Thank you.  Following on with that statement  
24  there, what is the purpose of World Avenue Holdings and  
25  how does it -- how does it different than World Avenue

1 USA?

2 MR. SAUNDERS: I'm going to object on the  
3 grounds that this question is outside the scope of  
4 the topics set forth in the Notice of Deposition and  
5 ask Counsel to proffer which topic this question  
6 falls under.

7 MR. ROTHMAN: Well, first of all, I think it  
8 was following on from a question he answered earlier  
9 with regard to what it does and why it's there. I  
10 mean, it could follow up on any number of these  
11 different topics. It can follow under -- do you  
12 want me to list them all?

13 MR. SAUNDERS: Yes.

14 MR. ROTHMAN: It can follow under one. It can  
15 follow under two, seven, nine, and ten.

16 MR. SAUNDERS: I'm going to go ahead and let  
17 the witness answer this question, but I'm not gonna  
18 -- I respectfully disagree. And you know, if it  
19 continues much more, I'm going to instruct the  
20 witness not to answer. Go ahead and answer this  
21 question.

22 THE WITNESS: Can you repeat the question

23       please.

24               BY MR. ROTHMAN:

25       Q     Sure.  The last sentence there where you said

1 World Avenue Holdings and World Avenue USA are separate  
2 entities which maintain their own records and exist for  
3 different purposes. This is in paragraph five. Do you  
4 see?

5 A Uh-huh.

6 Q I wanted to know what you meant by that.  
7 What's the purpose of World Avenue Holdings as distinct  
8 from World Avenue USA?

9 MR. SAUNDERS: I'm going to object, asked and  
10 answered. Go ahead.

11 THE WITNESS: World Avenue Holdings is a  
12 holding company whose purpose is to hold the equity  
13 of its subsidiaries and provide high level  
14 management oversight.

15 World Avenue USA, LLC is a professional service  
16 firm that provides shared services primarily  
17 accounting and finance, HR, and technology services  
18 to other subsidiaries and companies within the  
19 group.

20 BY MR. ROTHMAN:

21 Q Would you describe -- would you describe  
22 Holdings as a professional services firm?

23       A       I would describe Holdings as a holding company.

24       Q       What does that mean to you?

25       A       An entity that holds the equity of its



1 subsidiaries and provides high level management  
2 oversight to those subsidiaries.

3 Q But it is providing services to the  
4 subsidiaries, correct?

5 A World Avenue Holdings is providing management  
6 oversight services to the subsidiary.

7 Q Looking at paragraph number six, you had  
8 written World Avenue Holdings does not derive  
9 substantial revenue as a direct result of sending  
10 commercial e-mail messages received in Maryland.

11 Do you see where that is?

12 A Yes.

13 Q Now, what did you mean by that? Does it derive  
14 some revenue as a result of sending commercial e-mail  
15 messages received in Maryland?

16 A World Avenue Holdings does not derive revenues  
17 as a direct result of sending commercial e-mail messages  
18 received in Maryland.

19 Q Why did you put substantial in there?

20 A I don't recall why I put substantial in there.

21 Q Do you remember when you wrote this or drafted  
22 this declaration?

23       A       Yes.

24       Q       When?

25       A       I believe it was back in April of 2009.

1           Q     Was it -- why did you draft this declaration  
2 without getting into any conversations with the attorney  
3 please?

4           A     Can you repeat your question to me please.

5           Q     You know, I'm going to strike it. I'd rather  
6 go on to use our time. Are any of the disbursements  
7 that you mentioned before from World Avenue Holdings,  
8 are any of those disbursements made for the purposes of  
9 commercial -- in connection with the sending or  
10 receiving of commercial e-mail?

11               MR. SAUNDERS: Objection, asked and answered.  
12           Go ahead and answer.

13               THE WITNESS: None of the disbursements made by  
14 World Avenue Holdings relates to the sending of  
15 commercial e-mails.

16               BY MR. ROTHMAN:

17           Q     How do you know that?

18           A     Because I have firsthand knowledge of the World  
19 Avenue Holdings disbursements.

20           Q     You've checked that for this -- for this  
21 hearing in preparation for today?

22           A     It's something that I have firsthand knowledge

23 of.

24 Q When was the last time you checked?

25 A It's not something that I need to check because

1 I have firsthand knowledge of it.

2 Q How big of a company is World Avenue Holdings?

3 A World Avenue Holdings has six employees.

4 Q How much revenue does World Avenue Holdings log  
5 in a year?

6 MR. SAUNDERS: I'm going to object as being  
7 outside the scope of the Notice of Deposition. And  
8 I'm going to instruct the witness not to answer that  
9 question.

10 BY MR. ROTHMAN:

11 Q When you just made your response regarding  
12 disbursements paid for commercial -- for the sending or  
13 receiving of commercial e-mails, did you take -- can you  
14 distinguish between the states as far as who  
15 disbursements are paid to?

16 MR. SAUNDERS: I'm going to object to the form  
17 of the question as being vague, but go ahead and  
18 answer if you can.

19 BY MR. ROTHMAN:

20 Q Meaning -- do you need further clarification?

21 A Please.

22 Q Okay. I had asked you if World Avenue Holdings

23 made any disbursements for the sending or receiving of  
24 commercial e-mail. But we had limited it to Maryland.  
25 Now, in your records is it possible to even distinguish

1 between the states for purposes of disbursements?

2 A It is possible to distinguish between the  
3 states.

4 Q I'm sorry. Go ahead.

5 A That's the end of my response.

6 Q Well, when you went searching for disbursements  
7 in preparation for today, did you just check Maryland's,  
8 check for disbursements to Maryland?

9 A Can you repeat your question again please.

10 Q Did you just check for disbursements for  
11 Maryland or to a Maryland entity?

12 A I did a search of World Avenue Holdings vender  
13 file to identify any venders in that file whose address  
14 was in the State of Maryland.

15 Q Now, who are venders?

16 MR. SAUNDERS: I'm going to object to the form  
17 of the question. It is vague.

18 BY MR. ROTHMAN:

19 Q Who are the venders in the vender file?

20 A Anyone that receives a payment from World  
21 Avenue Holdings.

22 Q For any reason?

23           A       For any reason.

24           Q       How many venders are in the vender file if you  
25 know?



1       A       I do not know.

2       Q       More than ten thousand?

3               MR. SAUNDERS: Object to the question to the  
4 extent it calls for speculation. Answer if you can.

5               THE WITNESS: I don't believe there are more  
6 than ten thousand venders in the World Avenue  
7 Holdings vender file.

8               BY MR. ROTHMAN:

9       Q       What makes you say that?

10      A       Based on my firsthand knowledge of the venders  
11 that are paid by World Avenue Holdings.

12      Q       Is it more than five thousand?

13              MR. SAUNDERS: Counsel, is your question  
14 limited to the venders in the State of Maryland or  
15 is it all venders?

16              MR. ROTHMAN: No. It's all venders because --

17              MR. SAUNDERS: I'm going to object on the  
18 grounds that it's beyond the scope of the Notice for  
19 Jurisdictional Discovery. I'm going to instruct the  
20 witness not to answer.

21              BY MR. ROTHMAN:

22      Q       Let me ask you a question: Is it your

23 assumption that when answering that question that just  
24 because a vender is -- disbursement is made to Maryland  
25 that they operate in Maryland?

1           MR. SAUNDERS: Counsel, are you asking the  
2           question of the witness that payments to people who  
3           are not in Maryland?

4           MR. ROTHMAN: I'm asking about his assumption  
5           that he just made in answering the previous  
6           question.

7           MR. SAUNDERS: I'm going to object to the  
8           extent it seeks information outside of the scope of  
9           the Notice. Counsel, I would ask you as to limit  
10          your questions as they say for example in number  
11          seven, commissions or other compensation paid to  
12          anyone in Maryland.

13          Contractors, IT -- number ten, contractors, IT  
14          professionals, and providers of any services  
15          pertaining to promotional or lead generation  
16          campaigns who are located in Maryland, so who are --

17          MR. ROTHMAN: Who were located.

18          MR. SAUNDERS: Were located in Maryland.

19          MR. ROTHMAN: When they conducted business with  
20          or provided services to Defendant.

21          MR. SAUNDERS: So my -- I would say to you that  
22          -- I'm asking you whether you are limiting your

23 question the way you limited your topics?

24 MR. ROTHMAN: Yes. I'm trying to get at just  
25 the Maryland people if that's your question.

1           MR. SAUNDERS: Okay. People physically located  
2           in Maryland.

3           MR. ROTHMAN: When they did their service, yes.

4           MR. SAUNDERS: Thank you.

5           THE WITNESS: Okay. I'm sorry. Can you repeat  
6           the question.

7           MR. ROTHMAN: If you wouldn't mind reading it  
8           back please.

9           (Thereupon, the last question was read back by  
10          the court reporter.)

11          BY MR. ROTHMAN:

12          Q     Is that the question you needed re-read or was  
13          it the one before that?

14          A     Can you read the question before that.

15          (Thereupon, the question referred to was read  
16          back by the court reporter.)

17          BY MR. ROTHMAN:

18          Q     All right. Why don't I just move on. Earlier  
19          you had said that World Avenue Holdings provides  
20          management and oversight services to the subsidiaries.

21          MR. SAUNDERS: I'm going to object to the form  
22          of the question. I don't think that is totally

23        accurate that reflects what he says. The record is  
24        what the record is. You can go ahead and answer.  
25

1 BY MR. ROTHMAN:

2 Q In performing those services World Avenue  
3 Holdings, are you with me so far? You're giving me a  
4 puzzled look.

5 A Because I don't think what you're saying is  
6 what I had said before.

7 Q Okay. Well, then restate what you had said  
8 before.

9 MR. SAUNDERS: Asked and answered. We can go  
10 back and find it in the record. Seriously, I think  
11 you've asked him this question about eight times  
12 now.

13 MR. ROTHMAN: Well, I was bringing him back to  
14 where we were before. I can go back and just start  
15 in with it, but I feel like he'll be confused by it.  
16 So that's why I was giving him some background.

17 BY MR. ROTHMAN:

18 Q You had stated earlier that Holdings oversees  
19 financial reporting, correct?

20 A No, that is not correct.

21 Q Tell me where I'm wrong.

22 A Okay. I said to you that World Avenue Holdings

23 provides management oversight to its subsidiaries.

24 Q Okay. And in doing so you said that it does,  
25 it provides budgeting oversight, correct?



1 A Correct.

2 Q Auditing oversight, correct?

3 A Correct.

4 Q Collections oversight, correct?

5 A Correct.

6 Q And disbursement oversight, correct?

7 A Correct.

8 Q Does World Avenue Holdings oversee the  
9 disbursements paid by its subsidiaries to its affiliates  
10 and publishers?

11 MR. SAUNDERS: Objection, asked and answered.

12 Go ahead.

13 THE WITNESS: The subsidiaries are responsible  
14 for their own disbursements.

15 BY MR. ROTHMAN:

16 Q That wasn't my question. Do you need me to  
17 repeat the question?

18 MR. SAUNDERS: I'm going to object to the  
19 extent that Counsel is arguing with the witness.

20 BY MR. ROTHMAN:

21 Q Would you like her to repeat the question?

22 A Let me repeat my response. The subsidiaries

23 are responsible for their own disbursements. World

24 Avenue Holdings provides management oversight.

25 MR. ROTHMAN: If you wouldn't mind reading back

1 the last question.

2 (Thereupon, the last question was read back by  
3 the court reporter.)

4 MR. SAUNDERS: Objection. I think he's asked  
5 and answered it. Objection, excuse me.

6 THE WITNESS: I stand by my response.

7 MR. ROTHMAN: What was his prior response?

8 (Thereupon, the answer referred to was read  
9 back by the court reporter.)

10 BY MR. ROTHMAN:

11 Q Okay. Do you see the difference between the  
12 two?

13 A I believe what I said was the subsidiaries are  
14 responsible for their own disbursements. World Avenue  
15 Holdings provides management oversight.

16 Q Okay. And how does it do that?

17 A We provide the policies and procedures for how  
18 disbursements are handled.

19 Q When does it exercise its management and  
20 oversight?

21 A By the subsidiaries following the policies and  
22 procedures.

23           Q     So are you saying the only management and  
24 oversight you provide is by giving them policies and  
25 procedures without follow-up?

1           A       World Avenue Holdings provides the policies and  
2 procedures. And we insure that they are followed.

3           Q       Well, my question more specifically was: When  
4 in the process do you exercise your management and  
5 oversight, daily, yearly, monthly?

6                   MR. SAUNDERS: Objection as to form, vague and  
7 compound.

8                   BY MR. ROTHMAN:

9           Q       Go ahead.

10          A       I'm sorry. I was distracted. Can you repeat  
11 the question.

12                  MR. ROTHMAN: I'm sorry. Could you re-read the  
13 question.

14                  (Thereupon, the last question was read back by  
15 the court reporter.)

16                  BY MR. ROTHMAN:

17          Q       Does that help?

18          A       We exercise our oversight whenever  
19 disbursements occur.

20          Q       When do they occur?

21          A       Disbursements occur on an as needed basis.

22          Q       So daily?

- 23       A       They occur on an as needed basis.
- 24       Q       So you're saying there's no regular schedule?
- 25       A       No, there is not.

1           Q     What I'm asking as far as the management and  
2 oversight goes is: What does it do to earn -- for World  
3 Avenue Holdings to earn its fee? When does it exercise,  
4 what part in the process?

5           MR. SAUNDERS: Objection as to form, lack of  
6 foundation.

7           MR. ROTHMAN: Should I break down the process  
8 for him?

9           MR. SAUNDERS: Again, I'm also going to object  
10 on the grounds that this is beyond the scope of the  
11 topics listed in the Notice of Deposition.

12           I would ask Counsel to proffer where any  
13 oversight provided by World Avenue Holdings is  
14 captured by -- overpayments made by subsidiaries is  
15 captured in the topics.

16           MR. ROTHMAN: Are we going to do this again?

17           MR. SAUNDERS: Well, if you're going to keep  
18 asking questions that are outside of the scope of  
19 the topics, I'm going to keep objecting and asking  
20 you to make a proffer, so that we can make a record  
21 for Judge Day.

22           BY MR. ROTHMAN:

23       Q     Well --

24               MR. SAUNDERS:  And if your comment now is that

25     this has already been done, then that is



1       acknowledging that it's been asked and answered in  
2       which case then we don't have to do it again. You  
3       can withdraw the question.

4               MR. ROTHMAN: It has not been done again. It  
5       has not been done before.

6               MR. SAUNDERS: Okay. Then I ask you to make a  
7       proffer as to how this question going to oversight  
8       over disbursements by subsidiaries by World Avenue  
9       Holdings in the payment of the fee comes under one  
10      of the -- which topics does it come under?

11              MR. ROTHMAN: I am proffering this -- do you  
12      want me to give the subject matters? Do you want me  
13      to go ahead and tell you what I'm looking for?

14              MR. SAUNDERS: No. I want you to identify the  
15      number of the topic that this is covered by.

16              MR. ROTHMAN: I think this is the contacts.  
17      And this is contact with persons potentially in  
18      Maryland. And I'm trying to figure out what  
19      oversight role they play. If they're directly --  
20      World Avenue Holdings is directly in contact with  
21      people that are providing services in Maryland.

22              MR. SAUNDERS: Okay. Now, by definition we

23        know from your question that is clearly not a direct  
24        contact because you're asking about World Avenue  
25        interaction with its subsidiary. We know that none

1 of its subsidiaries are in Maryland, correct?

2 MR. ROTHMAN: No. We don't know that.

3 MR. SAUNDERS: You already asked him.

4 MR. ROTHMAN: He did not answer with regard to  
5 agents. He did not answer with regard to the  
6 subsidiaries and their agents. There's a big cloud  
7 out there.

8 MR. SAUNDERS: Subsidiaries and their agents  
9 are not part of this question.

10 MR. ROTHMAN: I have included in number one,  
11 deponents either directly or through agents with  
12 persons in Maryland. I've also defined as  
13 previously noted, I've defined person to include  
14 that all of those entities. And I've also included  
15 you to include parties to whom this Notice is  
16 addressed, successors, assigns, legal  
17 representatives.

18 I've also gone ahead and noted that number one  
19 includes contacts both -- either directly or through  
20 agents, so that means indirectly. And so I'm  
21 getting at contacts in Maryland done through  
22 subsidiaries.

23               MR. SAUNDERS: Okay. The Judge has already  
24               told you that subsidiaries is not included in the  
25               word you. And you've already asked him whether any

1 of the subsidiaries exist in Maryland. And he told  
2 you no. They exist in Florida. I believe the  
3 record will show. The issue of the subsidiaries  
4 agents is not part of number one. And if that's  
5 what you're driving at, I'm going to instruct him  
6 not to answer because the Judge has already told you  
7 that's not there.

8 MR. ROTHMAN: Well, I guess we're going to have  
9 to agree to disagree. So I think the record is  
10 clear. You're instructing him not to answer. I'll  
11 move on.

12 MR. SAUNDERS: If your question is about the  
13 agents of subsidiaries, yes, I'm instructing him not  
14 to answer. If your question is about agents of  
15 World Avenue Holdings, you can ask him the question.

16 The subsidiaries, he's already answered this  
17 direct. You're going over this for about the fourth  
18 time. And if now you're trying to work in, as you  
19 said you were, the agents of subsidiaries, they are  
20 not covered by topic number one.

21 MR. ROTHMAN: I am talking about agents of  
22 World Avenue Holdings via whatever form they're in.

23                   MR. SAUNDERS:   Then ask that question.

24                   MR. ROTHMAN:   Can you read the last question

25                   back.

1           (Thereupon, the last question was read back by  
2 the court reporter.)

3           BY MR. ROTHMAN:

4       Q     So does it exercise control over disbursements,  
5 World Avenue Holdings. Does it exercise control over  
6 the disbursements to -- I'll follow on Sandy's term, Mr.  
7 Saunders's term agent, not subsidiaries, agents and  
8 we'll limit it to Maryland for now.

9           MR. SAUNDERS: Objection, asked and answered.  
10       Go ahead.

11       BY MR. ROTHMAN:

12       Q     Do you understand the question?

13       A     No. Can you be more explicit.

14       Q     Okay. When does World Avenue Holdings exercise  
15 its management and control over the disbursements to its  
16 agents?

17       MR. SAUNDERS: Objection as to form.

18       THE WITNESS: Your question is not clear. You  
19 need to be more explicit.

20       BY MR. ROTHMAN:

21       Q     Okay. Which part is unclear to you?

22       A     Repeat your question again for me please.

23 BY MR. ROTHMAN:

24 Q When does World Avenue Holdings exercise  
25 control over the disbursements to its agents?



1 MR. SAUNDERS: Objection as to form.

2 THE WITNESS: World Avenue Holdings exercises  
3 control over World Avenue Holdings disbursements by  
4 following the policies and procedures that are in  
5 place for World Avenue Holdings disbursements.

6 BY MR. ROTHMAN:

7 Q Can you recall recently a disbursement that was  
8 denied because it wasn't in conformance with World  
9 Avenue Holdings policy?

10 A At this time I cannot recall a World Avenue  
11 Holdings disbursement that was denied because it was not  
12 conforming to World Avenue Holdings policy for  
13 disbursements.

14 Q Does that mean it doesn't exist or does that  
15 mean that you can't recall?

16 A It means that I cannot recall.

17 Q Okay. Who might have better knowledge of that?

18 A I don't know.

19 Q Does World Avenue Holdings oversee  
20 disbursements -- well, let me strike that. Does World  
21 Avenue Holdings oversee the disbursements made by the  
22 the Useful, LLC?

23           MR. SAUNDERS: I'm going to object as to this  
24           question as being outside the scope of the Notice of  
25           Deposition and ask Counsel to please proffer where

1 World Avenue Holdings oversight over disbursements,  
2 by the subsidiaries Useful. And at this point the  
3 question is any disbursement is covered by the  
4 thirteen categories in the Notice of Deposition.

5 MR. ROTHMAN: Well, it appears self evident to  
6 me that the contacts would encompass that point that  
7 you're just making. And also it's encompassed by a  
8 bunch of different items including whether these  
9 Useful disbursements went for the purposes of paying  
10 someone for commercial e-mail.

11 MR. SAUNDERS: Counsel, again it is contacts  
12 either directly or through agents with persons in  
13 Maryland. I will ask you then to identify the agent  
14 or are you asking him about oversight over World  
15 Avenue Holdings -- what disbursements are you asking  
16 him whether they exercise oversight authority for to  
17 bring them within topic number one?

18 MR. ROTHMAN: What disbursements?

19 MR. SAUNDERS: What payments? You're asking  
20 him about oversight over payments, right?

21 MR. ROTHMAN: I am.

22 MR. SAUNDERS: Okay. By whom?

23                   MR. ROTHMAN:   World Avenue Holdings.

24                   MR. SAUNDERS:   You're asking about World Avenue

25                   Holdings oversight over World Avenue Holdings

1       payments.

2               MR. ROTHMAN:  No.

3               MR. SAUNDERS:  Well, that's what I just asked  
4       you.  Whose payments?

5               MR. ROTHMAN:  It's agents of World Avenue which  
6       we're saying -- I guess I don't understand your  
7       problem with the question.  Go ahead.

8               MR. SAUNDERS:  My question, is to go through  
9       the topic.  You're asking for Holdings contacts with  
10      persons in Maryland, correct, either directly so  
11      that would -- to the extent you're talking about  
12      payments, you're talking about Holdings payments  
13      directly to somebody in Maryland of which you've  
14      asked him and he has answered.

15              MR. ROTHMAN:  I'm talking -- okay.  I  
16      understand.  I understand.

17              MR. SAUNDERS:  Now the question is:  Is it  
18      Holdings payments that would have to be through an  
19      agent.

20              MR. ROTHMAN:  No, it was -- I understand.  The  
21      payments would have been through the Useful or one  
22      of the Useful agents.

23           MR. SAUNDERS: And to the extent you are asking  
24           for one of the Useful's agents, I am instructing him  
25           not to answer because that is clearly not within the

1 scope of this topic because the Useful is not in the  
2 predicate. It is Holdings that is in the predicate  
3 that is in the deponent's contacts.

4 MR. ROTHMAN: Well, the deponents contacts --

5 MR. SAUNDERS: Through it's -- you're going to  
6 say -- you're saying that you wrote this as to say  
7 through agents other than Holdings agents?

8 MR. ROTHMAN: Through agents other than  
9 Holdings agents. No. I was using Holdings agents  
10 which would be in this particular case of my  
11 question the Useful or one of the Useful's contacts.

12 MR. SAUNDERS: So you're saying that if an  
13 agent is an agent of the Useful, it automatically  
14 makes them the agent of Holdings?

15 MR. ROTHMAN: Well, I'm trying to figure out  
16 what level of control they're exercising.

17 MR. SAUNDERS: Well, why don't you find out  
18 whether such an agent exists before you ask about  
19 level of control to see if it comes within the  
20 topic.

21 MR. ROTHMAN: I'm trying and I did --

22 MR. SAUNDERS: No, you haven't tried.

23                   MR. ROTHMAN: And you have gone ahead and not  
24                   allowed me to ask him any of the questions which  
25                   would have logically lead that.



1           MR. SAUNDERS: No, you haven't. You haven't  
2           asked -- you've asked maybe two questions to  
3           establish an agency relationship with anybody in  
4           connection with category number one.

5           MR. ROTHMAN: I'm not going to argue with you  
6           over this. Would you like me to continue?

7           MR. SAUNDERS: Yes.

8           BY MR. ROTHMAN:

9       Q     Okay. We're back to the disbursement and  
10     oversight question. Okay.

11           Do you recall where we were before?

12     A     No.

13           MR. ROTHMAN: Would you mind reading back the  
14     question.

15           (Thereupon, the last question was read back by  
16     the court reporter.)

17           BY MR. ROTHMAN:

18     Q     Okay. So we're going to revise that and say  
19     just World Avenue USA oversee disbursements by any of  
20     its agents?

21           MR. SAUNDERS: This was not -- I object to the  
22     form of the question. Can you read the question

23       back please.

24               (Thereupon, the last question was read back by  
25 the court reporter.)

1           MR. SAUNDERS: Now, if I'm not mistaken -- no,  
2           stop. Go ahead. Don't answer that question.  
3           Instruct him not to answer that question.

4           BY MR. ROTHMAN:

5           Q     Okay. Does World Avenue Holdings direct  
6           disbursements by any of its subsidiaries?

7           MR. SAUNDERS: Objection to the question. It's  
8           beyond the scope of the Notice. I don't see  
9           anything in here that is a question about World  
10          Avenue Holdings -- strike that. Object, beyond the  
11          scope. Again, I would ask Counsel to please  
12          proffer.

13          BY MR. ROTHMAN:

14          Q     You can answer unless he instructs you not to.

15          MR. SAUNDERS: All right. Go ahead.

16          THE WITNESS: World Avenue Holdings does not  
17          direct the disbursements of its subsidiaries.

18          BY MR. ROTHMAN:

19          Q     Does it control any of the disbursements by its  
20          subsidiaries?

21          MR. SAUNDERS: Again, objection. The question  
22          is beyond the scope of the topics. And again, we'll

23 ask Counsel to proffer what topic provides for the  
24 question that has been asked. Counsel?  
25 MR. ROTHMAN: Your question is which one --

1           MR. SAUNDERS: Yes.

2           MR. ROTHMAN: -- of these topics does this  
3           pertain to?

4           MR. SAUNDERS: Yes. Which one does it pertain  
5           to. And read the question back please, so Counsel  
6           is sure of what he's answering.

7           MR. ROTHMAN: It directly refers to the  
8           deponents contacts either directly or through agents  
9           with persons in Maryland.

10          MR. SAUNDERS: Okay. Now, you're asking about  
11          oversight over subsidiary payments, right?

12          MR. ROTHMAN: Correct.

13          MR. SAUNDERS: So obviously the subsidiary --  
14          so that's an indirect payment because directly  
15          refers to the deponent.

16          MR. ROTHMAN: Correct.

17          MR. SAUNDERS: Okay. So now we're talking  
18          about agents?

19          MR. ROTHMAN: Correct.

20          MR. SAUNDERS: Who's the agent? It's the  
21          deponent's agent.

22          MR. ROTHMAN: Correct.

23               MR. SAUNDERS:   Okay.   Who's the agent?

24               MR. ROTHMAN:   I'm trying to get there, who's

25   the agent.

1           MR. SAUNDERS: You haven't asked him who the  
2           agent is. You've asked him about oversight over  
3           payments. You haven't asked -- don't -- you haven't  
4           asked but two questions about agency in this entire  
5           deposition.

6           MR. ROTHMAN: Mr. Dhana, would you step outside  
7           a minute.

8           THE WITNESS: Sure.

9           MR. ROTHMAN: Thank you.

10           (Thereupon, the following proceedings were had  
11          outside the presence of the witness:)

12           BY MR. ROTHMAN: Sandy, the agency questions  
13          I'm asking, okay, what is the problem --

14           MR. SAUNDERS: You haven't -- because you  
15          haven't asked an agency question. You haven't  
16          established -- you've asked one question that might  
17          have gone to the issue of whether any of these  
18          subsidiaries is an agent of Holdings.

19           And without going to that, the issue of whether  
20          Holdings oversees their payments is not covered by  
21          this -- by this deposition Notice. You're just  
22          badgering him.

23           MR. ROTHMAN:  You have instructed him not to  
24   answer most of my questions that involve the agency  
25   relationship.



1           MR. SAUNDERS: What are you talking about?

2           I didn't instruct him not to answer like two  
3           questions. I have let him answer. I have bent over  
4           backwards to let him answer questions that couldn't  
5           be found in these topics.

6           MR. ROTHMAN: You have instructed him not to  
7           answer and you have also said it's beyond the scope  
8           of these questions. So how do you expect me to go  
9           ahead and ask him questions about agency if you  
10          won't even let me explore the contacts between them.  
11          I don't understand your rational.

12          MR. SAUNDERS: I didn't stop you from asking  
13          questions about the agency relationship. You did  
14          ask two and then you moved on. You moved on on your  
15          own. You came back and asked two questions. You  
16          asked two questions that might go as to the  
17          existence of an agency relationship between the  
18          subsidiaries and Holdings after we came back.

19          When you started going through the categories,  
20          we came back from lunch at 1:59. We spent roughly a  
21          half an hour on his educational background and the  
22          issue of oversight in general where I gave you great

23       leeway in what to ask him.

24               And then when you started to move onto the  
25       topics here, so I think -- and I wasn't keeping

1 track of the time precisely other than I noticed  
2 that we spent approximately a half an hour if I  
3 remember correctly on educational background.

4 And then you started asking questions about  
5 subject matter number one where you asked a couple  
6 of questions about agency.

7 And Counsel, I will leave it to you to figure  
8 out the questions how to establish whether an agency  
9 relationship exists between the subsidiaries and  
10 World Avenue Holdings.

11 MR. ROTHMAN: Okay. If you'll let me go there,  
12 I'm ready to go.

13 MR. SAUNDERS: I'll point out what the funny  
14 thing is -- and we went through this with the Judge  
15 when we had him on the phone which even the Judge  
16 recognized that what's not included, it's not  
17 included in the topics.

18 I was giving you a little leeway. You went  
19 back and you asked it already. You're just  
20 retreading ground we started with before.

21 MR. ROTHMAN: Well, that's certainly not my  
22 purpose. So if you'll let me go there, I'm ready to

23       go. And if you want to talk with the witness, we  
24       can about what to do and when he wants to end.  
25       MR. SAUNDERS: We're here to answer your

1        questions. The rules say seven hours. I never  
2        thought we'd get to seven hours, but you know, we're  
3        here to answer questions.

4                MR. ROTHMAN: Okay.

5                MR. SAUNDERS: Hopefully some that are tied to  
6        this because the Judge made it really clear, the  
7        thirteen topics are what to be covered. And each  
8        time you try to put the subsidiaries in there under  
9        you, the Judge has told you, the subsidiaries are  
10       not there under you. So you've got to tie it back  
11       to Holdings.

12               MR. ROTHMAN: Okay.

13               (Thereupon, the following proceedings were had  
14       in the presence of the witness:)

15               BY MR. ROTHMAN:

16        Q        Thank you, Mr. Dhana, sorry about that. Back  
17        on the record.

18               Does World Avenue Holdings have any connection  
19       to its subsidiaries?

20               MR. SAUNDERS: I have to object to the form of  
21       that question as vague and ambiguous.

22               MR. ROTHMAN: Okay. As far as agency goes,

23       we're having -- I understand the miscommunication as  
24       to how you want me to go through this. I started as  
25       broadly as I could.

1           MR. SAUNDERS: I'm going to object to the form  
2           of the question as vague and ambiguous. The witness  
3           can go ahead and answer. Please read the question  
4           back.

5           (Thereupon, the last question was read back by  
6           the court reporter.)

7           THE WITNESS: World Avenue Holdings is the  
8           holding company for the subsidiaries.

9           BY MR. ROTHMAN:

10          Q       Does World Avenue Holdings meet regularly with  
11          the heads of its subsidiaries?

12          MR. SAUNDERS: Object to the form of the  
13          question as vague and ambiguous.

14          THE WITNESS: World Avenue Holdings meets with  
15          the managers of its subsidiaries on an as needed  
16          basis to provide management oversight.

17          BY MR. ROTHMAN:

18          Q       Are there contacts between World Avenue  
19          Holdings and any of the other employees other than  
20          managers?

21          A       I don't understand your question.

22          Q       Is World Avenue Holding on a day-to-day contact

23 with its subsidiaries?

24 MR. SAUNDERS: Objection as to form. Go ahead

25 and answer if you can.



1           THE WITNESS: Can you repeat the question again  
2           for me please.

3           BY MR. ROTHMAN:

4           Q     Sure. Does World Avenue Holding have daily  
5           contacts with employees from its various subsidiaries?

6           MR. SAUNDERS: Objection as to form, vague,  
7           ambiguous, and compound.

8           THE WITNESS: The employees of World Avenue  
9           Holdings provide management oversight on an as  
10          needed basis to the subsidiaries of World Avenue  
11          Holdings.

12          BY MR. ROTHMAN:

13          Q     Now, if a subsidiary of World Avenue Holdings  
14          has a problem or concern with one of its clients, does  
15          World Avenue Holdings get involved?

16          MR. SAUNDERS: Objection as to form, vague and  
17          ambiguous. Go ahead and answer if you can.

18          THE WITNESS: Sure. World Avenue Holdings does  
19          not get involved in the day-to-day operations of its  
20          subsidiaries.

21          BY MR. ROTHMAN:

22          Q     Again, if there's a dispute with -- between a

23 subsidiary and one of its -- one of its contacts,  
24 clients, whomever, does World Avenue -- will World  
25 Avenue intervene?

1           MR. SAUNDERS:  Objection as to form.  Go ahead  
2           and answer if you can.

3           THE WITNESS:  World Avenue Holdings does not  
4           intervene in the relationship between its  
5           subsidiaries and its subsidiaries clients.

6           BY MR. ROTHMAN:

7           Q     So the management and oversight function you  
8           were talking about earlier does not pertain to the  
9           subsidiaries contacts?

10          MR. SAUNDERS:  Objection as to form, vague and  
11          ambiguous.

12          BY MR. ROTHMAN:

13          Q     Do you understand what I'm asking?

14          A     No, I don't.

15          Q     Okay.  Does World Avenue Holdings -- does World  
16          Avenue Holdings involve itself in the -- at the  
17          operational level of the subsidiaries?

18          A     World Avenue Holdings does not involve itself  
19          in the operational level of its subsidiaries.

20          Q     You know, I'm going to take just a five-minute  
21          break.

22          MR. SAUNDERS:  It's about that time.

23                   (Thereupon, after a brief recess, the following  
24 proceedings were had:)  
25

1           MR. ROTHMAN: I'm going to go ahead and ask you  
2           a couple of questions with regards to the contacts.  
3           You go ahead and do as we've been doing. And if you  
4           don't want him, Sandy, to go ahead and answer these  
5           questions, then just go ahead and instruct him not  
6           to answer, I guess.

7           MR. SAUNDERS: I've been trying to give you  
8           some leeway. I've given you a lot of leeway, but  
9           let's see. I just don't know. Let's see what the  
10          question is.

11          BY MR. ROTHMAN:

12          Q       Does World Avenue Holdings oversee any of the  
13          payments by its successors or affiliates to publishers  
14          pardon me. Strike that. I am now getting -- does World  
15          Avenue Holdings oversee any payments by its subsidiaries  
16          to publishers or affiliates? Does that make sense to  
17          you?

18          MR. SAUNDERS: I'll object to the form as  
19          vague, but go ahead and answer if you can.

20          THE WITNESS: The World Avenue Holdings  
21          subsidiaries are responsible for making their own  
22          payments to their publishers and affiliates.

23 BY MR. ROTHMAN:

24 Q But World Avenue Holdings audits or oversees or  
25 manages those payments, correct?

1           MR. SAUNDERS: Whoa, whoa, whoa. Objection,  
2           compound.

3           BY MR. ROTHMAN:

4           Q     We'll do them one at a time. Oversees?

5           A     World Avenue Holdings provides management  
6           oversight to its subsidiaries.

7           Q     What does that oversight mean in the context of  
8           the payments?

9           A     World Avenue Holdings insures that the  
10          subsidiary follows the policies and procedures in making  
11          disbursements.

12          Q     What if it doesn't?

13          A     I'm sorry. When you say what if it doesn't,  
14          what do you mean by that?

15          BY MR. ROTHMAN:

16          Q     What if a subsidiary doesn't follow a policy  
17          and procedure set by Holdings?

18          A     Then a disbursement is not made.

19          Q     Disbursement is not made.

20          A     Correct.

21          Q     Can you think of a disbursement that was not  
22          made?

23           MR. SAUNDERS: I'm going to object. This is  
24 outside the scope of the Notice. Go ahead and  
25 answer if you can. I would ask Counsel to proffer



1       which one of these things it follows under as to the  
2       policy -- the subject matter of the question, but  
3       you can go ahead and answer if you can.

4               THE WITNESS: I don't think I can answer  
5       because the question is so broad and vague.

6               BY MR. ROTHMAN:

7       Q       What is the name of this policies and  
8       procedures memo that you're talking about or document  
9       you're talking about?

10              MR. SAUNDERS: Again, I'm going to object.  
11       It's beyond the scope of the Notice.

12              BY MR. ROTHMAN:

13       Q       Go ahead and answer.

14              MR. SAUNDERS: Go ahead and answer if you can.

15              THE WITNESS: We have a purchasing policy and  
16       procedure manual.

17              BY MR. ROTHMAN:

18       Q       Is that what it's called?

19       A       I believe so.

20       Q       Purchasing policy and procedure manual?

21       A       Uh-huh.

22       Q       Is that published or is that created by World

23 Avenue Holdings?

24 A It was created by World Avenue Holdings.

25 Q Now, the second and third part of that question

1 earlier is: Does Holdings manage any of the  
2 disbursements made by affiliates -- I'm sorry, made by  
3 its subsidiaries to affiliates or publishers?

4 MR. SAUNDERS: Same objection, beyond the scope  
5 of the Notice. Go ahead and answer if you can.

6 THE WITNESS: World Avenue Holdings provides  
7 management oversight. The subsidiaries are  
8 responsible for their own disbursements.

9 BY MR. ROTHMAN:

10 Q But Holdings can disallow payments?

11 MR. SAUNDERS: Same objection as to the scope  
12 of the Notice. Go ahead and answer.

13 THE WITNESS: Sure. To the extent that the  
14 policies and procedures are set forth by World  
15 Avenue Holdings are not followed by the subsidiary,  
16 then employees of World Avenue Holdings can prevent  
17 disbursements.

18 BY MR. ROTHMAN:

19 Q Do you know if World Avenue -- if Holdings  
20 oversees any disbursements made to any publishers or  
21 affiliates in Maryland?

22 MR. SAUNDERS: Objection, asked and answered.

23       Go ahead and answer.

24               THE WITNESS: Repeat your question one more

25       time for me.

1 MR. ROTHMAN: Would you mind?

2 (Thereupon, the last question was read back by  
3 the court reporter.)

4 THE WITNESS: World Avenue Holdings provides  
5 management oversight to its subsidiaries. The  
6 subsidiaries are responsible for payments to their  
7 publishers and affiliates.

8 BY MR. ROTHMAN:

9 Q So is the answer you don't know?

10 MR. SAUNDERS: Objection as to form,  
11 argumentative.

12 THE WITNESS: Are you asking me a question?

13 BY MR. ROTHMAN:

14 Q Yes. So is the answer you don't know because  
15 the response you gave didn't seem to match my question.

16 MR. SAUNDERS: Move to strike the last part.  
17 It's not a question. Can you read back if there was  
18 a question.

19 (Thereupon, the last question was read back by  
20 the court reporter.)

21 MR. SAUNDERS: Can you read back his answer.

22 (Thereupon, the last answer was read back by

23 the court reporter.)

24 BY MR. ROTHMAN:

25 Q Do you need more guidance, instruction?

1           MR. SAUNDERS: I would think we need a  
2           question.

3           BY MR. ROTHMAN:

4           Q     Okay. I'll restate the question. Does World  
5     Avenue Holdings oversee any disbursements made to any  
6     publishers or affiliates in Maryland?

7           MR. SAUNDERS: Objection as to form. Go ahead  
8           and answer.

9           THE WITNESS: World Avenue Holdings provides  
10    management oversight to its subsidiaries. The  
11    subsidiaries are responsible for their own  
12    disbursements.

13          BY MR. ROTHMAN:

14          Q     We've asked what management oversight means.  
15    Can you give me a little definition to that.

16          A     World Avenue Holdings insures that the  
17    subsidiaries follow the policies and procedures as set  
18    forth by World Avenue Holdings.

19          Q     Do you know if World -- if Holdings -- well,  
20    strike that. Do you know if any of Holdings  
21    subsidiaries has business in Maryland?

22          MR. SAUNDERS: I'll object. That is outside

23       the scope of the Notice. And we went through it  
24       with the Magistrate that so far the only subsidiary  
25       that's been named in this lawsuit is not contesting



1 jurisdiction. And he said the questions over what  
2 the subsidiaries do in Maryland are not the  
3 questions for the Holdings witness. So based on  
4 that, I'm going to instruct the witness not to  
5 answer that question.

6 MR. ROTHMAN: Thank you.

7 BY MR. ROTHMAN:

8 Q All right. Last question for you. Do you know  
9 -- have you seen Mr. G recently?

10 MR. SAUNDERS: Objection to the question as  
11 beyond the scope of the Notice. I'll ask Counsel to  
12 proffer which topic this is responsive to.

13 MR. ROTHMAN: I'll withdraw on that basis. I  
14 have nothing further. We'll keep this open to  
15 address my questions remaining. I think I'm done  
16 for today.

17 MR. SAUNDERS: If you have questions remaining  
18 that you haven't asked, I suggest you ask them.

19 MR. ROTHMAN: No. The questions I have you've  
20 instructed him not to answer, so I think that we're  
21 sort of at an impasse in that regard.

22 MR. SAUNDERS: As to the questions that I've

23       instructed him not to answer if the Judge says he  
24       has to answer them, then we'll answer them. Thank  
25       you.

1           MR. ROTHMAN: Thank you. Thank you for your  
2       time.

3           (Thereupon, the deposition was concluded at  
4 6:00 o'clock p.m.)

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6                       FURTHER DEPONENT SAITH NOT.

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1 STATE OF FLORIDA )

2 Ss:

3 COUNTY OF BROWARD )

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FIDEL DHANA

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13 SWORN to and SUBSCRIBED to before me this  
14 \_\_\_\_\_ day of \_\_\_\_\_, 2009, in and for  
the City of Fort Lauderdale, County of Broward, State of  
Florida.

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\_\_\_\_\_  
Notary Public,  
State of Florida at Large.

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1 ERRATA SHEET

2 I, the undersigned, \_\_\_\_\_, do hereby certify  
 3 that I have read the foregoing deposition and that to  
 the best of my knowledge said deposition is true and  
 4 accurate with the exception of the following corrections  
 listed below:

5	PAGE	LINE
6	NOTES	
7	_____	_____
8	_____	_____
9	_____	_____

10 \_\_\_\_\_  
 11 \_\_\_\_\_ Signature \_\_\_\_\_ Date

12 Sworn to and Subscribed before me this \_\_\_\_\_  
 13 day of \_\_\_\_\_, 2009.

14 \_\_\_\_\_  
 15 Notary Public  
 16 State of Florida at Large

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1 C-E-R-T-I-F-I-C-A-T-E

2 State of Florida )  
3 ) Ss  
4 County of Broward )

5

6 I, Christine de Moraes, a Registered  
7 Professional Reporter, do hereby certify:

8 That prior to being examined, the witness in  
9 foregoing proceedings was by me duly sworn to  
10 testify to the truth, the whole truth, and nothing  
11 but the truth;

12 That said proceedings were taken before me at  
13 time and place therein set forth and were taken down  
14 by me in shorthand and thereafter transcribed into  
15 typewriting under my direction and  
16 Supervision;

17 I further certify that I am neither counsel  
18 for, nor related to, any party to said  
19 proceedings, nor in anywise interested in the outcome  
20 thereof.

21 In witness whereof, I have hereunto subscribed  
22 my name.

23 Dated this \_\_\_\_\_ day of \_\_\_\_\_, 2009

23

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Christine de Moraes,

24

My Commission #DD720144

25

Expires: November 21, 2011.